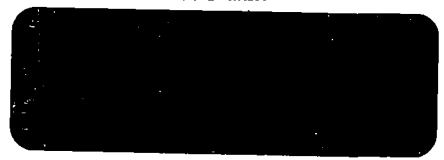


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FEBRUARY 24 2010 11:00 AM

February 22, 2010

TERRANCE GILEO FAYE
Of Counsel



U.S. Environmental Protection Agency, Region 8
Attn: John D. Works
Technical Enforcement Program, 8ENF-RC
1595 Wynkoop Street
Denver, Colorado 80202-1129

Via Overnight Mail and
E-mail Transmittal

**Re: Request for Information Pursuant to Section 104 (e) of CERCLA
For the Carpenter Snow Creek Site (the Site) (SSID #08-9X)
Cascade County, Montana**

Dear Mr. Works:

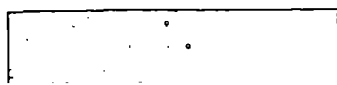
On December 23, 2009, Blue Tee Corp. (Blue Tee or the Respondent) received the above-referenced Request for Information Pursuant to Section 104 (e) of CERCLA relative to the Carpenter Snow Creek Site located in Cascade County, Montana (hereinafter the Request). Based upon an extension of time granted by Ms. Laurianne Jackson, Esq., Blue Tee, successor to the American Zinc Company, herein timely responds to the Request (hereinafter the Response).

GENERAL RESPONSE:

This information is provided by Special Counsel to Blue Tee, Terrance Gileo Faye, based upon a review of documents reasonably believed to contain accurate historic information about the Respondent, the Silver Dyke Mining Company (Silver Dyke), and other referenced companies. It is clear from a review of the historic information, that Blue Tee had no involvement with the Site, and that Silver Dyke, which did have involvement with the Site, was legally dissolved in 1947. Please see Corporate History section below.

CORPORATE HISTORY:

The American Zinc Lead and Smelting Company (AZLSC) was incorporated in 1899; the American Zinc Company of Illinois was a subsidiary of AZLSC.



The Silver Dyke Mining Company was incorporated in Maine in 1921 and obtained authority to conduct business in Montana in 1922. It was a subsidiary of the American Zinc Company of Illinois. Silver Dyke conducted operations until approximately 1928. In 1947 it was legally dissolved in Maine and voluntarily gave up its right to transact business in Montana. During its years of operations, AZLSC loaned money to Silver Dyke in exchange for stock, but the loan was repaid and the stock relinquished. AZLSC never owned or operated on property in the Carpenter Snow Creek Area. The two companies maintained separate Boards of Directors and conducted business at arms-length.

Gold Fields American Corporation (Old GFAC) was incorporated in or about 1961 and shortly thereafter acquired stock in AZLSC. On May 21, 1963, Consolidated Gold Fields PLC acquired 61% of the outstanding stock in AZLSC. In November 1966, after the dissolution of Silver Dyke, AZLSC merged with a number of its subsidiaries, including American Zinc of Illinois, and the surviving corporation changed its name to the American Zinc Company. In or about 1967, Old GFAC merged into Tri-State Zinc, Inc. (DE). Tri-State Zinc, Inc. (DE) then changed its name to Gold Fields American Corporation (GFAC II). In November 1972, the American Zinc Company (ME) changed its name to the Azcon Corporation (ME). By 1976, Consolidated Gold Fields PLC and its subsidiaries owned 85% of the stock of Azcon Corporation and GFAC II created AZ Holding Corporation as a wholly owned subsidiary. In 1997, GFAC II changed its name to Gold Fields Mining Corporation. Gold Fields Mining Corporation was then assigned the interests of certain non-lead/zinc mineral prospects of the then existing Azcon Corporation.

AZ Holding Corporation acquired the stock of Azcon Corporation in 1978. AZ Holding Company and Azcon Corporation then merged in 1983 to ultimately become Gold Fields American Industries, Inc., a wholly owned subsidiary of GFAC II.

In 1985, former management from Gold Fields American Industries, Inc. formed Blue Tee Acquisition Corp. Blue Tee Acquisition Corp. then purchased Gold Fields American Industries. In 1986, Blue Tee Acquisition Corp. was then merged into Gold Fields American Industries, Inc. (ME). After the merger, Gold Fields American Industries Inc. (ME) changed its name to Blue Tee Corp. (ME). The operations of Blue Tee Corp. have always been unrelated to mining activities.

In 1995, Blue Tee Corp., a Maine corporation, merged with and into Blue Tee Corp., a Delaware corporation.

HISTORIC DOCUMENTS:

To the best of Blue Tee's knowledge and belief, it has never had care, custody, or control of any documents containing information about the Carpenter Snow Creek Site, or the operations of Silver Dyke. However, some documents relative to the Carpenter Snow Creek Site and/or the operations of the Silver Dyke Mining Company have come into its possession. The records obtained, however, are incomplete.

Prior to 1996, archived and historic documents belonging to various companies

associated with AZLSC or the companies above-referenced, were warehoused in Golden, CO. In approximately 1996, most of these historic documents were moved to Pittsburgh, PA where they were warehoused over a period of five to six years in approximately three different locations. In 2002, the documents were moved to 1 North Maple Avenue, Greensburg, PA 15601. Since that time, Special Counsel Terrance Gileo Faye, has been the custodian of the historic records.

During the course of the various moves of these documents, numerous boxes of documents have been lost or misplaced. It is possible that among those lost or misplaced boxes may be a limited number of documents concerning the Carpenter Snow Creek Site or the Silver Dyke Mining Company.

In responding to this Information Request, Special Counsel, Terrance Gileo Faye, searched for and reviewed archived, historic documents for Respondent and the above-referenced companies, including the Silver Dyke Mining Company. Copies of relevant documents are included with this Response. Documents located are extremely limited in number.

Current operational records of Blue Tee have not been provided as they are not relevant to the time period or activities under review. Blue Tee objects to the production and release of current operational documents as such a production would be unduly burdensome and non-productive, as they would be irrelevant to the issues.

SPECIFIC QUESTIONS:

For your convenience in reviewing this Response, the text of each specific information request has been placed above the response. In addition, in this Response, Blue Tee has utilized those definitions of certain words and terms set forth in the Information Request at pages 6-8.

1. Identify the person(s) answering these Questions on behalf of Respondent.

The person answering these Questions on behalf of Respondent is Terrance Gileo Faye, Special Counsel to Blue Tee.

2. For each and every Question contained herein, identify all persons consulted in the preparation of the answer.

In addition to Terrance Gileo Faye, the only other person consulted was David Alldian, Vice President of Blue Tee. Mr. Alldian has been an officer with Blue Tee since its formation. Mr. Alldian advised that he had no information concerning the Site. There are no known, living Silver Dyke employees.

3. For each and every Question contained herein, identify documents consulted, examined, or referred to in the preparation of the answer or that contain information responsive to the Question and provide accurate copies of all such documents.

See the General Response relative to documents. Copies of responsive documents are enclosed.

4. Describe all property interests that Respondent or any predecessor (to include Gold Fields American Corporation, Gold Fields American Industries, Inc., Consolidated Gold Fields PLC, Gold Fields Ltd., AZ Holding Corporation, Amcon Group, Inc., Azcon Corporation, American Zinc Company, Lead and Smelting Company and the Silver Dyke Mining Company) currently holds at the Site or has held and any maps or surveys which identify property held. Identify the person from whom you acquired each interest and provide the date the property interest was acquired. Provide copies of all deeds, leases, or other conveying instruments that contain the above information. If the property interest is no longer held by Respondent, detail to whom it was transferred and furnish copies of documents detailing the transfer.

Neither Blue Tee, nor any other company referenced in the Corporate History section above currently holds property at the Site. Any responsive documents showing past holdings of Silver Dyke have been provided, but may be incomplete. Respondent has no information on these subjects. Some of the information requested may be gleaned from the documents provided.

5. Describe all operations that Respondent and its predecessors (to include Gold Fields American Corporation, Gold Fields American Industries, Inc., Consolidated Gold Fields PLC, Gold Fields Ltd., AZ Holding Corporation, Amcon Group, Inc., Azcon Corporation, American Zinc Company, Lead and Smelting Company and the Silver Dyke Mining Company) have conducted at the Site. Describe where the facilities related to each operation were located, the dates that each facility operated, and the function performed or product produced by each facility.

Any responsive documents have been provided, but may be incomplete. Respondent has no information on these subjects. Some of the information requested may be gleaned from the documents provided.

6. Identify and provide all documents that refer or relate to any company, partnership, or other business entity, wholly owned or otherwise controlled (to include Gold Fields American Corporation, Gold Fields American Industries, Inc., Consolidated Gold Fields PLC, Gold Fields Ltd., AZ Holding Corporation, Amcon Group, Inc., Azcon Corporation, American Zinc Company, Lead and Smelting Company and the Silver Dyke Mining Company) by Respondent, which owned property interests at the Site at a time when mining operations were conducted on said property.

Any responsive documents have been provided, but may be incomplete. Respondent has no information on these subjects. Some of the information requested may be gleaned from the documents provided.

7. Identify and provide all documents that refer or relate to Blue Tee Corporation's assumption of its predecessor's liabilities, including but not limited to Blue Tee's

environmental liabilities or indemnifications from Gold Fields American Corporation, Gold Fields American Industries, Inc., Consolidated Gold Fields PLC, Gold Fields Ltd., AZ Holding Corporation, Amcon Group, Inc., Azcon Corporation, American Zinc Company, Lead and Smelting Company and the Silver Dyke Mining Company.

Respondent objects to this Information Request to the extent that it seeks information that is subject to and protected by any applicable privilege. As the Silver Dyke Mining Company is not a predecessor of Blue Tee's, any indemnification obligations between or among the referenced companies would be irrelevant. Further, there is vigorous and on-going litigation concerning, whether and to what extent, any such indemnification obligations between or among the referenced companies exist. Until that determination is made, any response would be inaccurate.

8. Identify and provide all documents that refer or relate to settlements Respondent entered, or judgments entered against Respondent, potentially related to the Silver Dyke Mining Complex and/or the Site, resolving or determining Respondent's alleged environmental liability acquired or assumed from Gold Fields American Corporation, Gold Fields American Industries, Inc., Consolidated Gold Fields PLC, Gold Fields Ltd., AZ Holding Corporation, Amcon Group, Inc., Azcon Corporation, American Zinc Company, Lead and Smelting Company and the Silver Dyke Mining Company.

No such settlements or judgments have been entered into by or against Respondent, and accordingly, no responsive documents have been provided.

9. Describe and where available, provide maps and construction drawings that describe the physical characteristics of the Site and all changes that you made at the Site including but not limited to the following:
 - a. Surface structures (e.g. buildings, tanks, etc.).
 - b. Tailings areas, waste rock storage or process areas
 - c. Process area (e.g. mines, mills, etc.)

Any responsive documents have been provided, but may be incomplete. Respondent has no information on these subjects. Some of the information requested may be gleaned from the documents provided.

10. Describe all areas within the Site that may contain materials from the operations described in question 5 above and describe all areas within the Site that may contain ore or ore products. Include the following information for each material, ore or ore product location:
 - a. The location of the material, ore or ore product and provide copies of any maps that depict that location;
 - b. The source of the material, ore or ore product;

- c. The estimated volume of the material, ore or ore product in each location;
- d. All studies or reports that describe the constituents of the material, ore or ore product; and
- e. A description of all measures taken to consolidate, isolate, cap, or otherwise reduce the threat of release of the materials, ore or ore products to the environment.

Any responsive documents have been provided, but may be incomplete. Respondent has no information on these subjects. Some of the information requested may be gleaned from the documents provided.

- 11. Provide all existing technical or analytical information and reports in your possession about the Site, including, but not limited to, data and documents related to soil, water (ground or surface), geology, geohydrology or air quality and any environmental studies conducted on or about the Site.

Any responsive documents have been provided, but may be incomplete. Respondent has no information on these subjects. Some of the information requested may be gleaned from the documents provided.

- 12. Describe all leaks, spills or releases of any kind into the environment of any ore or ore products, hazardous substances, pollutants, or contaminants that have occurred or may occur at or from the Site, including but not limited to:

- a. When such releases occurred;
- b. How the releases occurred;
- c. What materials were released, including the common name, the chemical name, grade, and chemical composition of the substance, and any known impurities or manufacturing contaminants contained therein;
- d. What amount was released;
- e. Where such releases occurred;
- f. A description of the release; and of any and all activities undertaken in response to each such release; and,
- g. A description of all investigations of the circumstances, nature, extent location of each such release including, the results of any soil, water (ground and surface), or air testing that was undertaken.

Any responsive documents have been provided, but may be incomplete. Respondent has no information on these subjects. Some of the information requested may be gleaned from the documents provided.

13. Identify all other names under which Respondent has conducted operations at the Site including, but not limited to, the names of corporate predecessors and the names of subsidiary companies (or companies controlled through stock ownership) that may have operated at the Site. Describe the relationship of those parties to Respondent and current corporate status of the entity identified.

Respondent did not conduct operations at the Site.

14. Describe the organizational history and successorship of Respondent, Blue Tee Corporation *and* each of its predecessors, successors, parent companies, and subsidiary companies, including but not limited to Gold Fields American Corporation, Gold Fields American Industries, Inc., Consolidated Gold Fields PLC, Gold Fields Ltd., AZ Holding Corporation, Amcon Group, Inc., Azcon Corporation, American Zinc Company, Lead and Smelting Company and the Silver Dyke Mining Company. Include the following information in your description:

- a. Dates, countries, and states/provinces of incorporation;
- b. Any record of partnership, article of incorporation, or record of dissolution;
- c. The relationship among Gold Fields American Corporation, Gold Fields American Industries, Inc., Consolidated Gold Fields PLC, Gold Fields Ltd., AZ Holding Corporation, Amcon Group, Inc., Azcon Corporation, American Zinc Company, Lead and Smelting Company and the Silver Dyke Mining Company;
- d. The directors and executive officers, including managers, of Gold Fields American Corporation, Gold Fields American Industries, Inc., Consolidated Gold Fields PLC, Gold Fields Ltd., AZ Holding Corporation, Amcon Group, Inc., Azcon Corporation, American Zinc Company, Lead and Smelting Company and the Silver Dyke Mining Company during the time of operations at the Site; describe each individual's respective role(s) at the Site; and
- e. The dates and terms of all mergers, acquisitions, and name changes that Gold Fields American Corporation, Gold Fields American Industries, Inc., Consolidated Gold Fields PLC, Gold Fields Ltd., AZ Holding Corporation, Amcon Group, Inc., Azcon Corporation, American Zinc Company, Lead and Smelting Company and the Silver Dyke Mining Company have been a party to since their establishment.

See Corporate History section above and any responsive documents.

15. If you have reason to believe that there may be persons able to provide a more detailed or complete response to any question contained herein or who may be able to provide additional responsive documents, identify such persons and the additional information or documents that they may have.

No response is necessary.

16. For each and every question contained herein, if information or documents responsive to this Information Request are not in your possession, custody or control, then identify the persons from whom such information or documents may be obtained.

No response is necessary.

17. Provide any additional information or documents you may have which may shed light in regard to other owners or operators at the Site, including but not limited to, the nature of their current or past mining operations and interests at the Site.

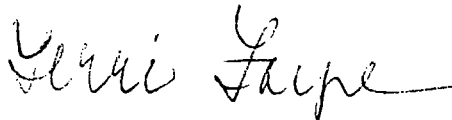
No response is necessary.

CONCLUSION:

Despite a comprehensive document review, very little information about this site has been located. If additional information or documents responsive to this Request become known or available to Respondent after this submission, Respondent will supplement this Response within thirty (30) days of discovering such responsive information. If after submitting this Response, Respondent discovers or believes that any portion of this submission is false or misrepresents the truth, Respondent will notify you of this fact as soon as possible and provide you with a corrected Response.

If you have any questions concerning this Response, please do not hesitate to contact me at the address and/or phone number listed above or at the above-referenced e-mail address.

Sincerely,



Terrance Gileo Faye
Special Counsel to Blue Tee Corp.

TGF/ega

Enclosures

NOTARIZED CERTIFICATE

I hereby state: having been duly sworn and being of legal age,

1. I am the person authorized by Blue Tee Corp.
to respond to the Environmental Protection Agency's (EPA's) request for information concerning
the Carpenter Snow Creek NPL Site located in Cascade County, Montana.

2. I have made a complete and thorough review of all documents, information, and sources
relevant to the request.

3. I hereby certify that the attached response to EPA's Information Request is complete and
contains all information and documents responsive to the request.

Terrance Gileo Faye 2/22/10
(Signature) Date

TERRANCE GILEO FAYE
(Name, Title) SPECIAL COUNSEL

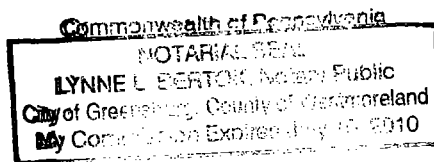
(SEAL)

Subscribed and sworn to me

This 22nd day of Feb., 2010.

Notary Public

My Commission Expires.



My address is 3 N. Maple Ave., Greensburg, Pa, 15601
Lynne L. Bertok

CGF
Gold Fields American Development Co. (UK) Name changed in 1960 to
(formed 1911)

Gold Fields Mining &
Industrial Ltd.

Mining & Industrial
Holding Ltd. (UK)

1899 American Zinc, Lead and Smelting Co. (AZ)

1926

Tri-State Zinc Co. }
Missouri Mining Co. } formed 1926

1951 Purchase of assets of Nellie B. Mining Co.

1954 Entered contract with Eagle-Picher Co.

1957

Nellie B. mines closed

1960

New Market Zinc Co. Joint Venture with
Tri-State Zinc, Inc. in Tennessee

Missouri Mining Co. dissolved

1961

Gold Fields bought 10% of A.Z.

Gold Fields American
Formed 1961

1963

Gold Fields stock investment in AZ
increased to 61%

1967

American Zinc takes over management of
The New Market Zinc Co.

Gold Fields American
merged in 1967 with
Tri-State Zinc, name
of survivor changed to
Gold Fields American Corp.

Late 60ies

Gold Fields ownership in AZ increased

1971

Sale of AZ's mines to Asarco
(including New Market Zinc Co.)

1972

Name Azcon adopted for AZ

1976

CGF subsidiaries own approx. 85%
of outstanding common stock of Azcon

1977

Name of Gold Fields American
changed to Gold Fields
Mining Corporation (GPMC)

(New) Gold Fields American
formed to acquire 100%
of GPMC, Gofmill, and
whatever stock interests
were held by Azcon and the 3
British parent companies in
American subs.

1978

Gold Fields ownership in Azcon
rose to 100%

Name changed to Amcon

1983

Azcon changed name to
Gold Fields American Industries

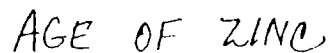
Name changed back to
Gold Fields American

Stock held by the
British parents

COPY

92-14 A (13)

GOLD FIELDS: RELEVANT CORPORATE ENTITIES THROUGH TIME



AMERICAN ZINC, LEAD AND SMELTING COMPANY
AMERICAN ZINC COMPANY ("AZn")

COMPANY NAME	STATE	SUBSIDIARY OF	DESCRIPTION OF OPERATIONS	FACILITIES SITE	REFERENCE
<p>On May 21, 1963 Consolidated Gold Fields PLC ("CGF") acquired 61% of the outstanding stock in American Zinc, Lead And Smelting Company.</p> <p>In November, 1966 name changed to American Zinc Company.</p> <p>In November, 1972 name changed to AZCON Corporation.</p>	St. Louis, MO Corporate Office: Portland, ME	CGF	<p>Subsidiaries and Affiliated Companies:</p> <p>American Zinc Co. of Illinois 100%</p> <p>American Zinc Oxide Co. 100%</p> <p>American Zinc Co. of Tenn. 100%</p> <p>American Limestone Co. 100%</p> <p>American Zinc Co. of Okla. 100%</p> <p>American Zinc Sales Co. 100%</p> <p>American Zinc Co. of Ark. 100%</p> <p>Aravaipa Leasing Co. 22.50%</p> <p>Minerals Beneficiation Inc. 46.09%</p> <p>Watauga Stone Co. 50%</p> <p>Wisconsin Zinc Co. 86.62%</p> <p>Equitable Development Co. 19.84%</p> <p>Mt. Wheeler Mines, Inc. 22.15%</p> <p>Uranium Reduction Co. 9.81%</p>	<p>Joint Ventures:</p> <p>Quick Seven Zinc-Lead Mines 50%</p> <p>M.I.A. Mines Co. 50%</p> <p>Boss-Bixby 50%</p> <p>Piquette Mining & Milling Co. 75%</p> <p>White Pine Stone Co. 50%</p>	Various Annual Reports
American-Peru Mining Company	NM	AZn	<p>Underground zinc mine and mill, acquired in 1960 as a joint venture. In 1959, acquisition of an undivided interest up to 50% in Peru Mining Company's properties located in New Mexico. Operated as JV through 1962; operated thru AZn solely since 1964. Property closed down in 1967. Mill was sold in the late 1970's.</p>	<p>Hanover and Deming, NM. Grant and Luna Counties, NM</p> <p>Silver City, NM (1961)</p> <p>Kearney Mine</p>	<p>1960-61 Annual Reports</p> <p>American Zinc, Lead & Smelting Co. and Peru Mining Co. Hanover, NM Report.</p>
Caney Kansas Smelter*	KS	AZn	<p>One of two smelters (Dearing Smelter) in the Tri-State area which together produced 30,000 tons a year from January 1907 to end of November 1910.</p>	Kansas	<p>A History of the American Zinc Company, By James D. Norris, 1968.</p>

* Denotes sites subject to environmental claims that are being handled by Beazer.

AZn continued

COMPANY NAME	STATE	SUBSIDIARY OF	DESCRIPTION OF OPERATIONS	FACILITIES SITE	REFERENCE
Silver Dyke Mine Incorporated in Maine in 1921 Authority to do business in Montana in 1922 Dissolved in 1947	MT	American Zinc Co. of Illinois	Tailings ponds associated with Silver Dyke Mine. AMAX Resource Conservation Company AMAX Exploration optioned the property from Frank L. Mansikka in 1959 after American Zinc, Lead and Smelting Company released their option. Houston Oil & Minerals Co. conducted exploratory drilling on Alice claims in 1972. In 1974 the property was transferred to Climax Molybdenum Company. Current (1993) owner of record of the Alice patented claims on the Silver Dyke property is Alexandra Resources Co., Butte, MT.	Big Ben site Carpenter Creek Tailings site Silver Dyke Mine Cascade County, MT Big Ben site, Carpenter Creek Tailings site, Section 18, 21, T14N, R03E, Lewis & Clark National Forest, Cascade County, Montana.	Chen- Northern Site Information Review, Dec. 1993.

* Denotes sites subject to environm

The number of directors is five, and their names are :
E. C. Ramsdell, P. E. Coyle, T. F. Sullivan, P. Sweetser, M. G. Connellan.

The undersigned, H. P. Sweetser and his residence is Portland, Maine.
signed, H. P. Sweetser is president; the undersigned
T. F. Sullivan is treasurer; and the undersigned
H. P. Sweetser, T. F. Sullivan and M. G. Connellan

are a majority of the directors of said corporation.

Witness our hands this 31st day of March A. D. 1921.

H. P. Sweetser President.

T. F. Sullivan Treasurer.

T. F. Sullivan

H. P. Sweetser

M. G. Connellan

Directors.

STATE OF MAINE.

Cumberland

ss.

Portland, Mar. 31,

A. D. 1921.

Then personally appeared H. P. Sweetser, T. F. Sullivan and M. G. Connellan

and severally made oath to the foregoing certificate, that the same is true.

Before me,

Melville W. Kent

Justice of the Peace.

STATE OF MAINE

Attorney General's Office,

April 1

A. D. 1921.

I hereby certify that I have examined the foregoing certificate, and the same is properly drawn and signed
and is conformable to the constitution and laws of the State.

Fred L. Lawrence

Deputy Attorney General.

STATE OF MAINE

COUNTY OF CUMBERLAND, ss

SUPREME JUDICIAL COURT
IN EQUITY

W. N. PAYNE

Complainant

vs.

SILVER DYKE MINING COMPANY

Respondent

DECREE

This cause came on to be heard this day, and upon consideration of the matter presented at the hearing, it is.

ORDERED, ADJUDGED AND DECREED, as follows, viz:

That the respondent corporation known as SILVER DYKE MINING COMPANY be and hereby is dissolved as and from the date of this decree. It appearing that there are no assets or liabilities, no Trustee or Receiver is appointed.

Guy H. Sturgis

Chief Justice, Supreme Judicial Court

Dated this 8th day of April, 1947

Seen and agreed to:

Kenneth Baird
Solicitor for Complainant

H. P. Sweetser
Solicitor for Respondent Corporation

A TRUE COPY.

ATTEST:

Livwood Sweetser
CLERK.

IMPORTANT:

This statement is required of all foreign corporations annually and within two months from the first day of April.

Affix corporate seal to each statement. The fee required by Secretary of State for this report is \$5.00. County fee is \$1.00.

This statement must be filed in the office of the County Clerk wherein the principal business of the corporation is carried on and the duplicate thereof in the office of Secretary of State.

ANNUAL STATEMENT

Silver Dyke Mining Company

A corporation organized under the laws of the State of Maine pursuant to the provisions of Section 6654, Revised Codes of 1935, respectfully submits the following Annual Statement for the year ended December 31, 1945

- (1) The name of the corporation is Silver Dyke Mining Company
- (2) The location of its principal office or place of business without the State of Montana is 1600 Paul Brown Building, St. Louis 1, Missouri
- (3) The location of its place of business or principal office within the State of Montana is Securities Building, Helena, Montana, c/o E. G. Toomey. Corporate office located at 85 Exchange St., Portland, Me. officers
- (4) The names and residences of the ~~trustees~~ (indicate which) are directors

<u>H. I. Young</u>	<u>Clayton, Missouri</u>
<u>P. E. Coyle</u>	<u>Boston, Massachusetts</u>
<u>E. M. Hamlin</u>	<u>Boston, Massachusetts</u>

(5) The amount of Capital Stock is \$500,000.00

(6) The amount of capital invested in the State of Montana is \$

(7) The gross amount of business in the State of Montana for the preceding year is \$

This company has been in process of liquidation since 1923 and operations permanently suspended. All assets have been disposed of.

(8) The amount of money actually expended in transacting business within the State of Montana for the preceding year is \$ None

(9) The net profits on business transacted in Montana for the preceding year is \$

None

IN WITNESS WHEREOF, the above named corporation has hereunto caused its corporate name to be subscribed and its corporate seal to be affixed by proper officers thereunto duly authorized this

23rd day of May, A. D. 1946.

(Corporate Seal)

Attest:

[Handwritten signatures of H. I. Young and P. E. Coyle]

Majority
of
Directors

Silver Dyke Mining Company
By H. I. Young President.
By M. E. Coyle Secretary.

STATE OF Missouri
City St. Louis
County of St. Louis ss.

H. I. Young and W. N. Payne, being severally duly sworn upon oath, depose and say that they are the President and Secretary respectively of the corporation that makes the foregoing statement; that they have read the foregoing statement and know the contents thereof, and that the matters and things therein contained are true to the best of their knowledge, information and belief.

[Handwritten signatures of H. I. Young and W. N. Payne]
President.
Secretary.

Subscribed and sworn to before me this 23rd day of May, A. D. 1946

W. N. Payne
City of St. Louis, Missouri
Residing at St. Louis, Missouri
My Commission expires February 16, 1949

44660

1714

FORM F. C. 2

ANNUAL STATEMENT

OF

*Silver Lyles Mining
Company*

Filed JUN 1 1946, 1946

at 5:00 o'clock P.M.

Sam H. Mitchell
Secretary of State. *CP*

By *Clifford L. Harker*
Deputy.

Filing Fee \$5.00

NOTICE OF WITHDRAWAL

OF

SILVER DYKE MINING COMPANY
FROM THE STATE OF MONTANA

TO THE SECRETARY OF STATE OF THE STATE OF MONTANA:

Silver Dyke Mining Company, a corporation organized and existing under the laws of the State of Maine for the purpose of withdrawing from the State of Montana, and surrendering its rights to transact business therein, hereby certifies, in accordance with the requirements of Chapter 170, laws of Montana, 1931, as follows:

1. - The name of the corporation is Silver Dyke Mining Company and that it is incorporated under the laws of the State of Maine
2. - That said corporation received its authority to do business in Montana on May 17, 1922
3. - That said corporation hereby revokes the designation heretofore made by it, of E. G. Toomey as the person upon whom process against the corporation may be served within the State of Montana.
4. - That said corporation surrenders its authority to do business in the State of Montana and that, as evidence of such surrender, it returns to the Secretary of State, for cancellation, the certificate issued by the Secretary of State.
5. - That said corporation agrees that service hereafter may be made upon the corporation in any suit based upon contracts or torts or causes of action arising in the State of Montana during the time the corporation was authorized to transact business in this State, by serving the Secretary of State, who for that purpose is hereby made the agent of the corporation.

Done at the city of St. Louis, in the State of Missouri, this 27th day of May 1947.

(Corporate Seal)

SILVER DYKE MINING COMPANY

By H. I. Young President

State of Missouri)
City of St. Louis) SS.

On this 27th day of May, in the year 1947 before me, R. K. Wall a Notary Public in and for the State of Missouri, personally appeared H. I. Young known to me (~~ex-proved-to-me~~ ~~on-the-oath-of~~), to be the president, (~~ex-vice-president, ex-other-acting-head~~) of the corporation that executed the within instrument, and acknowledged to me that such corporation executed the same.

R. K. Wall
Notary Public.

My Commission Expires February 16, 1949

46252

1714
Withdrawal
Silver Dyno Mining
Company

STATE OF MONTANA
DEPARTMENT OF SECRETARY OF STATE

FILED

June 3, 1947
AT *4⁰⁰* O'CLOCK *P.* M.

James W. Mitchell
SECRETARY OF STATE.

Clifford L. Rogers
DEPUTY

Fee 1⁰⁰

State of Maine

Certificate of Organization of a Corporation under the General Law.

The undersigned, officers of a corporation organized at **Portland, Maine,**
at a meeting of the signers of the articles of agreement therefor, duly called and held at **No. 85 Exchange**
Street in the **city** of **Portland, state of Maine,**
on **Thursday** the **31st** day of **March** A. D. 192**1**,

hereby certify as follows:

The name of said corporation is **- SILVER DYKE MINING COMPANY -**

To carry on the business, and license others to carry on the business, of mining, quarrying, smelting, refining, dressing, amalgamating and preparing for market, silver, lead, copper, gold, and all sorts of ores, metals, mineral substances, and all substitutes for, manufactured products and by-products of the same; manufacturing said silver, lead, copper, gold, and other ores, metals, mineral substances, and all substitutes for, manufactured products and by-products of the same, into all sorts of merchantable forms, articles and things; producing, buying, selling and dealing in, such ores, metals, mineral substances, and all substitutes for, manufactured products and by-products of the same; and to carry on said business in any part of the world where this company may operate;

To acquire, own and develop, coal and oil lands and properties, and to construct, own and operate, all plant or machinery in connection therewith for the operation of said properties, or for the conversion or distribution of the products thereof;

To explore, acquire, own and dispose of, develop, operate, and turn to account, forest and timber lands, farming, agricultural, grazing or plantation lands, or properties; to treat and manufacture the products of said lands into merchantable forms, articles and things, and to buy, sell, and otherwise deal in, the products and by-products of all such business;

To purchase and otherwise acquire, own, hold, lease, sell, convey or otherwise dispose of rights to the use of streams and other bodies of water, for floating, transporting, moving, storing and otherwise handling logs, timber, lumber, and other things, products and minerals used in or about the business of the company.

To purchase, lease or acquire, by license, concession, grant or otherwise, develop, manage, operate and turn to account, any lands, mines, mineral rights, buildings, easements,

rights and privileges, machinery, plants and other effects whatsoever which this company may from time to time think proper to be acquired for any of its purposes;

To acquire by purchase, lease, concession, grant or otherwise, and hold, manage, control, develop, operate, sell, and dispose of, water rights, water power, privileges and appropriations for mining, milling, smelting and refining purposes, and for irrigation, agricultural, manufacturing and other uses and purposes; and to construct, acquire, own and operate, and dispose of, plants for utilizing and turning to account said water rights and water power, and for producing, generating and distributing, electrical and other power, and steam, electricity and gas, for heating, lighting and other purposes; and to construct, manage, operate and control, and to aid in the construction of, roads, ways, railroads, railways or tramways, bridges, reservoirs, water-courses, aqueducts, and similar works necessary for or incidental to any of the company's purposes, and to contribute to, subsidize or otherwise aid or take part in, any such works or operations; and to construct, aid in the construction of and operate telegraph and telephone lines; PROVIDED that this company shall not engage in the construction and operation of railroads or railways, or aid in the construction thereof, or carry on the business of a telegraph or telephone company, of a gas or electric or water or power company, within the State of Maine, but said business of the construction and operation of railroads, or aiding in the construction thereof, and said telegraph and telephone, gas, electrical, water or power business, shall be carried on in states and jurisdictions other than the State of Maine, but only in states and jurisdictions when and where permissible under the laws thereof;

To develop and turn to account, any lands that the company may own, for building, or other purposes, and to erect, construct, own, operate and manage, lease and dispose of,

dwelling-houses, boarding-houses, stores, offices, warehouses, terminal facilities and similar property;

To engage in and carry on a general stores and merchantile and supply business, for dealing in provisions, materials, supplies and equipment of all sorts;

To acquire, own and dispose of, mortgage and convey, any and all property, within or without the State of Maine, real or personal, necessary for or incidental to the purposes of this company, including patents, patent rights, and rights and property of a similar nature, and stocks, bonds and evidences of indebtedness of other corporations formed for purposes similar to, or in any way auxiliary to, the purposes herein contained;

To issue any and all bonds necessary to the business of the corporation, and to secure the same by mortgage, deed of trust or any other form of conveyance; and to do any and all things incidental to, or convenient for, the prosecution of the purposes herein contained, or any of them, and not inconsistent with the laws of the State of Maine.

The amount of capital stock is five hundred thousand dollars (\$500,000)

The amount of common stock is five hundred thousand dollars (\$500,000)

~~The amount of preferred stock is -~~

The amount of capital stock already paid in is Nothing

The par value of the shares is one dollar (\$1.00) each.

The names and residences of the owners of said shares are as follows:

NAMES.	RESIDENCES.	NO. OF SHARES.	
		Common.	Preferred.
E. C. Ramsdell	Westboro, Mass.	One	
P. E. Coyle	Brookline, Mass.	One	
T. F. Sullivan	Melrose, Mass.	One	
H. P. Sweetser	Portland, Me.	One	
M. G. Connellan	Portland, Me.	One	
Leaving in the treasury, unsubscribed for,		499,995	shares.

The number of directors is five, and their names are :
E. C. Ramsdell, P. E. Coyle, T. F. Sullivan, P. Sweetser, M. G. Connellan.

The undersigned, H. P. Sweetser and his residence is Portland, Maine.
signed, H. P. Sweetser is president; the undersigned
T. F. Sullivan is treasurer; and the undersigned

H. P. Sweetser, T. F. Sullivan and M. G. Connellan

are a majority of the directors of said corporation.

Witness our hands this 31st day of March A. D. 1921.

H. P. Sweetser

President.

T. F. Sullivan

Treasurer.

T. F. Sullivan

H. P. Sweetser

M. G. Connellan

Directors.

STATE OF MAINE.

Cumberland

Portland, Mar. 31,

A. D. 1921.

Then personally appeared H. P. Sweetser, T. F. Sullivan and M. G. Connellan

and severally made oath to the foregoing certificate, that the same is true.

Before me,

Melville W. Kent

Justice of the Peace.

STATE OF MAINE

Attorney General's Office,

April 1

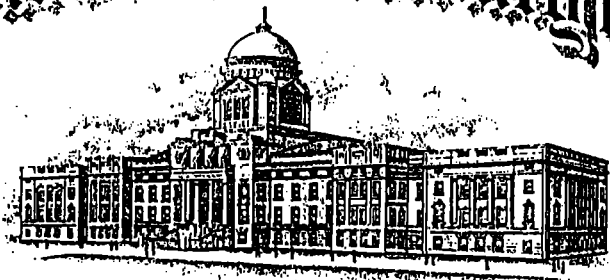
A. D. 1921.

I hereby certify that I have examined the foregoing certificate, and the same is properly drawn and signed and is conformable to the constitution and laws of the State.

Fred L. Lawrence

Deputy Attorney General.

Department of the Secretary of State



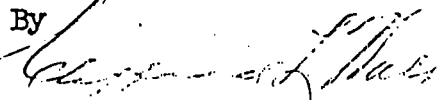
OFFICE OF THE SECRETARY OF STATE

UNITED STATES OF AMERICA, } SS.
STATE OF MONTANA.

I, C. T. Stewart, Secretary of State of the State of Montana, do hereby
certify that SILVER DYKE MINING COMPANY a foreign
corporation organized and existing under the laws of the State of Maine
has this day filed a duly certified copy of its Articles of Incorporation, together
with a Statement, Appointment and Acceptance of Agent, as required by law, in
the office of the Secretary of State of the State of Montana.

IN TESTIMONY WHEREOF, I have hereunto subscribed my hand
and caused the Great Seal of the State of Montana to be
affixed at Helena, the Capital, this seventeenth
day of May A. D. 1922.


Secretary of State.

By 
Deputy.



BE IT KNOWN THAT:

SILVER DYKE MINING COMPANY

a corporation organized under the laws of the State of
Maine having entered the State of Montana for the
transaction of business on May 17, 1922 and having appointed
W. E. Wampler as agent for acceptance of service in
behalf of the said corporation, now desiring to change its
statutory agent within Montana, for this purpose hereby revokes
the appointment of W. E. Wampler as statutory agent
for said corporation within Montana and does hereby consent
and agree that service of process upon said corporation may
be made upon D. I. Hayes a citizen of the State of
Montana, whose place of residence is Neihart County
of Cascade and such service, when so made
upon such agent shall be a valid service upon this corporation.

This corporation further consents to all the license laws
and other laws of the State of Montana relating to foreign
corporations, and hereby consents to be sued in any of the
courts in the State of Montana upon all causes of action arising
against it in said State of Montana.

IN WITNESS WHEREOF, the above named corporation has hereunto
caused its corporate name to be subscribed and its corporate
seal to be affixed by the proper officers, thereunto duly
authorized this 26th day of October A. D. 1925.
(CORPORATE SEAL)

Attest

W. E. Wampler
Director
Geo. H. Hale
Director

SILVER DYKE MINING COMPANY,

Majority
of
Directors

By

W. E. Wampler
President
J. H. Hildner
Secretary

STATE OF Massachusetts

County of Suffolk

)
ss.

W. H. O'Gara

and

F. W. Batchelder

being

severally duly sworn upon oath depose and say that they are the President and Secretary respectively of the corporation that makes the foregoing statement; that they have read the foregoing statement and know the contents thereof, and that the matters and things therein contained are true to the best of their knowledge, information and belief.

W. H. O'Gara
President.

F. W. Batchelder
Secretary.

Subscribed and sworn to before me this 26th day of October

A. D. 1925.

Carl H. Meister
Notary Public in and for the
County of Suffolk
State of Massachusetts
Residing at Boston

My Commission expires
May 3, 1929.

CONSENT OF AGENT.

November - 3, 1925.

BE IT KNOWN THAT I, D. J. Hayes, a citizen of the State of Montana, residing at Nehalem Mont having been duly appointed and designated to act as Agent for

Silver Dyke Mining Co do hereby acknowledge such appointment and declare that I will act as such agent and will accept all services of process which may be brought against said Company within the State of Montana.

IN WITNESS WHEREOF, I have hereunto set my hand this third day of November A. D. 1925.

D. J. Hayes

STATE OF MONTANA,
County of Cascade ss.

Subscribed and sworn to before me, a Notary Public in and for the State of Montana, this 2nd day of Jan A. D. 1925.

B. C. Riley
Notary Public for the State of
Montana. Residing at Nehalem
Montana. My Commission expires

STATE OF MAINE

CUMBERLAND, ss. Portland, Maine, April 12, 1933

stock vote. of said corporation being taken at the office of the
TO THE SECRETARY OF STATE OF THE STATE OF MAINE:
and to certify that the following resolution was passed:

The SILVER DYKE MINING COMPANY, a corporation duly organized and existing under the laws of the State of Maine, by its Clerk duly authorized, hereby certifies that at a meeting of its stockholders duly called and held on the twelfth day of April, 1933, the number of directors of said corporation was changed from five to three. To effect said change in the number of Directors, the following votes were passed:

"VOTED: That it is the finding and it is hereby declared to be the finding of the stockholders that the number of directors of the corporation as at present authorized, to wit, five Directors, is inconvenient for the transaction of its business, and that it is necessary for the convenient transaction of the business of the corporation that the number of its directors be changed to three directors."

"VOTED: That the number of directors of this corporation as at present authorized, to wit, five Directors, be changed so that the authorized number of directors of this corporation shall be three directors."

"VOTED: That the Clerk of the Corporation be, and he hereby is, authorized for and in behalf of the corporation and in its name to file a certificate of the change in the number of directors, as aforesaid, with the Secretary of State of the State of Maine, in accordance with the laws of Maine."

In each of the foregoing votes, action was taken by stock vote, 369,936 shares being voted in the affirmative and no shares being voted in the negative; said 369,936 shares constituting a majority of the stock issued, and being all the shares represented at the meeting.

SILVER DYKE MINING COMPANY

By H. P. Sweetser

Its Clerk

STATE OF MAINE

Office of Secretary of State

Augusta, Apr. 18 1933

Received and filed this day.

ATTEST: Robinson C. Tobey

SECRETARY OF STATE.

Recorded Vol. 20 Page 378

CONSENT OF AGENT

August 9th, 1941

BE IT KNOWN THAT I, E. G. Toomey, a citizen of the State of Montana, whose address is 107 Securities Building, Helena, Montana, County of Lewis and Clark, having been duly appointed and designated to act as agent for SILVER DYKE MINING COMPANY, do hereby acknowledge such appointment and declare that I will act as such agent and will accept all services of process which may be brought against said company within the State of Montana.

IN WITNESS WHEREOF, I have hereunto set my hand this 9th day of August, A. D. 1941.

E. G. Toomey

STATE OF MONTANA)
COUNTY OF LEWIS AND CLARK) ss.

Subscribed and sworn to before me, a Notary Public in and for the State of Montana, this 9th day of August, A.D., 1941.

Cecil D. Everett
Notary Public for the State of Montana
Residing at Helena, Montana
My Commission expires: March 10, 1944

1714

SILVER DYKE MINING COMPANY

CHANGE OF AGENT

CONSENT OF AGENT

STATE OF MONTANA
DEPARTMENT OF SECRETARY OF STATE

FILED

AT 2:11 P.M. Aug. 15, 1941
Sam W. Mitchell H.B.G.
SECRETARY OF STATE
BY *Clarence D. Hager*
DEPUTY

REVOCATION OF APPOINTMENT OF AGENT

KNOW ALL MEN BY THESE PRESENTS:

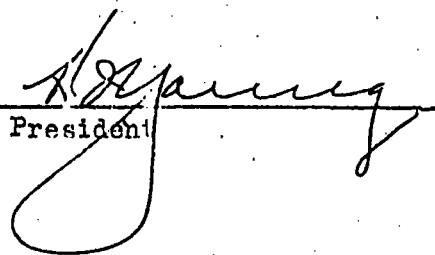
That the SILVER DYKE MINING COMPANY, duly organized under and by virtue of the laws of the State of Maine, having heretofore designated D. I. Hayes, a resident of the City of Weihart, County of Cascade, in the State of Montana, as a person upon whom process may be served in said State upon all causes of action arising in said State, does hereby revoke and annul the appointment of the said D. I. Hayes as resident agent.

That the said SILVER DYKE MINING COMPANY has removed its principal place of business in the State of Montana to the County of Lewis and Clark and has filed a statement of appointment of agent in the office of the Secretary of State and in the office of the County Clerk of said County as required by law.

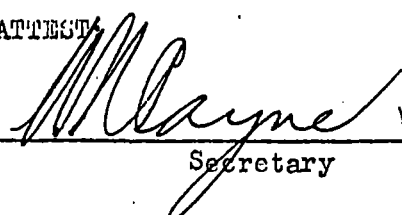
IN WITNESS WHEREOF, the SILVER DYKE MINING COMPANY has caused these presents to be subscribed this 2nd day of *August*, 1941, by its President and its corporate seal to be affixed and attested by its Secretary.

SILVER DYKE MINING COMPANY

(CORPORATE SEAL)


President

ATTEST


Secretary

W. N. Payne

36386

1714

SILVER DYKE MINING COMPANY

REVOCATION OF APPOINTMENT OF AGENT

STATE OF MONTANA
DEPARTMENT OF SECRETARY OF STATE

FILED

Aug 15, 1941

AT 2:10 P.M. U.S. M. & R.

Sam W. Mitchell
SECRETARY OF STATE

BY Charles L. Rouse
DEPUTY

Fee \$1.00

CHANGE OF AGENT

BE IT KNOWN THAT:

SILVER DYKE MINING COMPANY, a corporation organized under the laws of the State of Maine and heretofore duly authorized to carry on business in the State of Montana and now desiring to change its statutory agent within Montana, hereby revokes the appointment of agent heretofore made and does hereby consent and agree that service upon said corporation may be made upon E. G. Toomey, a citizen of the State of Montana whose address is Securities Building, Helena, Montana, County of Lewis and Clark and such service when so made upon such agent shall be a valid service upon this corporation. The location of the principal office of said corporation within the State of Montana is hereby changed to Securities Building, Helena, Montana.

This corporation further consents to all the license laws and other laws of the State of Montana relating to foreign corporations and hereby consents to be sued in any of the courts in the State of Montana upon all causes of action arising against it in said State of Montana.

IN WITNESS WHEREOF, the above named corporation has hereunto caused its corporate name to be subscribed and its corporate seal to be affixed by its proper officers, thereunto duly authorized this *2nd* day of *August*, A. D. 1941.

(CORPORATE SEAL)

SILVER DYKE MINING COMPANY

BY

PRESIDENT

Attest:

W. N. Payne
Secretary

W. N. Payne

36414
1714
Amundson
Silver Dyke Mining
Company

STATE OF MONTANA
DEPARTMENT OF SECRETARY OF STATE

FILED

Sept 10, 1941

AT *11:00* O'CLOCK *A.M.*

Samuel W. Mitchell

SECRETARY OF STATE

BY *John R. Brown*

DEPUTY

7:00

State of Maine

DEPARTMENT OF STATE

I, Harold J. Goss, Deputy Secretary of State, certify, that the paper to which this is attached, is a true copy from the records of this office.

In Testimony Whereof, I have caused the Great Seal of the State to be hereunto affixed. GIVEN under my hand at Augusta, this
...twenty-ninth...day of.....August.....in the
year of our Lord one thousand nine hundred and forty-one.....
and in the one hundred and.....sixty-sixth.....
year of the Independence of the United States of America.

.....Harold J. Goss.....
Deputy Secretary of State

STATE OF *Missouri*)
city) SS:
COUNTY OF *St. Louis*)

On this *2nd* day of *August*, A. D. 1941, before me a
Notary Public in and for the County and State aforesaid, personally
appeared *N. J. Young* and *W. N. Payne*
to me personally known to be the President and Secretary respectively of
the SILVER DYKE MINING COMPANY, all described in the foregoing instrument
and they severally acknowledged to me that they knew the seal of said
corporation; that the seal affixed to said instrument is the corporate
seal of said corporation and that said corporation affixed its said seal
to said instrument and the said President subscribed and the Secretary
attested the same.

Lenna S. Jones
Notary Public

My Commission Expires March 18th, 1945

(Seal)

NOTICE OF WITHDRAWAL

OF

SILVER DYKE MINING COMPANY
FROM THE STATE OF MONTANA

TO THE SECRETARY OF STATE OF THE STATE OF MONTANA:

Silver Dyke Mining Company, a corporation organized and existing under the laws of the State of Maine for the purpose of withdrawing from the State of Montana, and surrendering its rights to transact business therein, hereby certifies, in accordance with the requirements of Chapter 170, laws of Montana, 1931, as follows:

1. - The name of the corporation is Silver Dyke Mining Company and that it is incorporated under the laws of the State of Maine.

2.- That said corporation received its authority to do business in Montana on May 17, 1922.

3. - That said corporation hereby revokes the designation heretofore made by it, of E. G. Toomey as the person upon whom process against the corporation may be served within the State of Montana.

4.- That said corporation surrenders its authority to do business in the State of Montana and that, as evidence of such surrender, it returns to the Secretary of State, for cancellation, the certificate issued by the Secretary of State.

5.- That said corporation agrees that service hereafter may be made upon the corporation in any suit based upon contracts or torts or causes of action arising in the State of Montana during the time the corporation was authorized to transact business in this State, by serving the Secretary of State, who for that purpose is hereby made the agent of the corporation.

Done at the city of St. Louis, in the State of Missouri, this 27th day of May 1947.

(Corporate Seal)

SILVER DYKE MINING COMPANY

By H. I. Young
President

State of Missouri)
City of St. Louis) SS.

On this 27th day of May, in the year

1947 before me, R. K. Wall a Notary Public

in and for the State of Missouri, personally appeared

H. I. Young known to me (~~or-proved-to-me~~
~~on-the-oath-of~~), to be the president,

(~~or-vice-president,--or-other-acting-head~~) of the corporation

that executed the within instrument, and acknowledged to me

that such corporation executed the same,

R. K. Wall
Notary Public.

My Commission Expires February 16, 1949

46252

¹⁷¹⁴
Withdrawal
Silver Dye's Mining
Company

STATE OF MONTANA
DEPARTMENT OF SECRETARY OF STATE

FILED

AT June 3, 1947
4⁰⁰ O'CLOCK P. M.

Sam W. Mitchell
SECRETARY OF STATE
Clifford L. Hays
DEPUTY

Fee 1⁰⁰

STATE OF MAINE

COUNTY OF CUMBERLAND, ss

SUPREME JUDICIAL COURT
IN EQUITY

W. N. PAYNE

Complainant

vs.

SILVER DYKE MINING COMPANY

Respondent

DECREE

This cause came on to be heard this day, and upon consideration of the matter presented at the hearing, it is.

ORDERED, ADJUDGED AND DECREED, as follows, viz:

That the respondent corporation known as SILVER DYKE MINING COMPANY be and hereby is dissolved as and from the date of this decree. It appearing that there are no assets or liabilities, no Trustee or Receiver is appointed.

Guy H. Sturgis

Chief Justice, Supreme Judicial Court

Dated this 8th day of April, 1947

Seen and agreed to:

Kenneth Baird
Solicitor for Complainant

H. P. Sweetser
Solicitor for Respondent Corporation

A TRUE COPY.

ATTEST:

L. Woodworth
CLERK.

Decree of Dissolution
Silver Dyke Mining
Company

STATE OF MONTANA
DEPARTMENT OF SECRETARY OF STATE

FILED

June 3, 1947
AT 4:01 O'CLOCK P. M.

Samuel W. Mitchell
SECRETARY OF STATE.

BY Arthur B. Baker
DEPUTY.

Fee 1.00

SILVER DYKE
BOARD OF DIRECTORS
MINUTES

A meeting of the directors of Silver Dyke Mining Company was held at Room 1001, #50 Congress Street, Boston, Mass., on Saturday, the second day of April, 1921, at twelve o'clock noon.

Present, Messrs. Coyle, Sullivan and Ramsdell, to wit, a majority of said directors.

In the absence of the President, Mr. Coyle was chosen chairman of the meeting, and presided.

On motion duly seconded, it was

VOTED:

To proceed by written ballot to the election of a Secretary.

Whereupon by written ballot Mr. E. C. Ramsdell received three votes, being the whole number of votes cast, and was declared duly elected Secretary of the corporation.

Mr. Ramsdell was thereupon sworn according to the following original record of his oath.

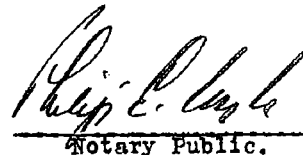
COMMONWEALTH OF MASSACHUSETTS

Suffolk ss.

Boston, April 2, 1921.

Personally appeared E. C. Ramsdell, Secretary of Silver Dyke Mining Company, and being duly sworn according to law made oath that he would faithfully and impartially perform the duties of his said office.

Before me,


Notary Public.

The President submitted to the meeting the records of organization of the Company, including the original Articles of Agreement and Association, By-Laws and Certificate of Organization.

On motion duly seconded, it was

VOTED:

That all copies of the associates in connection with the organization of the Company be, and they hereby are,

- 2 -

ratified, approved and confirmed, and that all rights and franchises obtained by virtue of organization of the corporation, under the laws of the state of Maine, be, and they hereby are, accepted.

The resignation of Mr. H. P. Sweetser as President of the corporation, was presented to the meeting.

On motion duly seconded, it was

VOTED:

To accept the resignation of Mr. Sweetser as President of the corporation.

On motion duly seconded, it was

VOTED:

To proceed by written ballot to the election of a President to fill the vacancy caused by the resignation of Mr. Sweetser.

Whereupon by written ballot, Mr. P. E. Coyle received three votes, being the whole number of votes cast, and was declared duly elected President of the corporation.

Mr. Coyle being present, and duly qualified, accepted his said office and presided at the further proceedings of the meeting.

The Secretary presented to the meeting, a form for Certificate of Stock.

On motion duly seconded it was

VOTED:

That the form for Certificate of Stock presented by the Secretary be, and it hereby is, adopted as the form of certificate to be used in issuing the capital stock of this corporation, and that a copy thereof be inserted in the records of the corporation opposite the record of this vote.

The Secretary presented to the meeting an embossing seal.

On motion duly seconded it was

VOTED:

That the embossing seal presented by the Secretary be and it hereby is adopted as the Corporate Seal of this corporation, and that an impression thereof be made on the record of this meeting opposite the record of this vote.

On motion duly seconded it was

VOTED:

That this Company acquire from Frank Wright Trustee, of Great Falls, Montana, and Henry A. Wentworth of Newton, Massachusetts, the following rights and properties situated in Cascade County Montana:

A certain lease and bond for deed of an undivided one third interest in the following property in Montana unorganized mining district, Cascade County, Montana, to wit, Emma, Quartz lode mining claim, the X Emma, the Alice #1, Alice #2, Alice #3, Alice #4 and Alice #5, being the lease and bond for deed bearing date January 26, 1920, of Peter Erickson of Neihart, Montana, to said Frank Wright Trustee, and recorded in the office of the County Clerk and Recorder of Cascade County, Montana, Book 104 of deeds, page 315.

A certain lease and bond for deed of an undivided two thirds interest in the following property lying in the Montana unorganized mining district County of Cascade, Montana, to wit, Emma Quartz lode mining claim, X Emma, Alice #1, Alice #2, Alice #3, Alice #4 and Alice #5, being the lease and bond for deed bearing date January 26, 1920 of Adolph Heidenrich to said Frank Wright Trustee, and recorded in the office of County Clerk and Recorder, Cascade County, Montana, Book 104 of deeds, page 315.

A notice of appropriation of water right for use in and

- 4 -

upon the Sherman lode mining claim acquired by said Wright by assignment of Thomas Westgard of Great Falls, Montana, bearing date December 20, 1920, and recorded in the office of County Clerk and Recorder, Cascade County, Montana, Book 107, of deeds, page 379.

A certain mining claim known as the Terrier situated in Cascade County, Montana, being the same property conveyed to Frank Wright, by deed of Thomas and Vina Westgard, bearing date December 20, 1920, and recorded in the office of the County Clerk and Recorder of Cascade County, Montana, Book 103 of deeds, page 231.

All the right, title and interest of Henry A. Wentworth in and to the following mining claims situated in the Montana unorganized mining district, Cascade County, Montana, namely, Emma, X Emma, Alice #1, Alice #2, Alice #3, Alice #4 and Alice #5, being all the right, title and interest acquired by said Wentworth under a deed (unrecorded) of Thomas and Vina Westgard, of Great Falls, Montana, bearing date March 10, 1921, and to issue to said Wright, Trustee, or to such person or persons as he may appoint, 424,995 shares of its capital stock, and that the proper officers of this Company be, and they hereby are, authorized to take any and all action necessary to carry out the true intent of this vote.

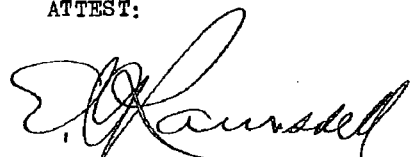
On motion duly seconded it was

VOTED:

To adjourn.

Adjourned.

ATTEST:


Secretary.

A meeting of the directors of Silver Dyke Mining Company was held at Room 1001, 50 Congress Street, Boston, Mass. on Tuesday, the 31st day of January, 1922 at 10 o'clock in the forenoon.

Present, - Messrs. Coyle, Ramsdell and Sullivan, to wit a majority of said directors.

The President, Mr. Coyle, called the meeting to order and presided.

The Secretary, Mr. Ramsdell, kept the records of the meeting.

The President stated to the meeting that it is desirable to obtain authority for this Company to do business in the State of Montana.

On motion duly seconded, it was

VOTED:

That the proper officers of this company be and they hereby are authorized and directed to take such action as may be necessary to obtain authority for this company to do business in the State of Montana.

On motion duly seconded, it was

VOTED:

To adjourn.

ATJOURNED.

ATTEST

Edward C. Ramsdell
Secretary.

A meeting of the directors of Silver Dyke Mining Company was held at No. 55 Congress street, Boston, Massachusetts, on Thursday, the second day of March, 1922, at 11:30 o'clock in the forenoon.

Present: Messrs. Coyle, Ramsdell and Sullivan, to wit: a majority of said directors.

The President, Mr. Coyle, called the meeting to order and presided.

The Secretary, Mr. Ramsdell, kept the records of the meeting.

The resignation of H. P. Sweetser as a director of the company was presented to the meeting.

On motion duly seconded it was

VOTED:

To accept Mr. Sweetser's resignation.

On motion duly seconded it was

VOTED:

To proceed by written ballot to the election of a director to fill the vacancy caused by the resignation of Mr. Sweetser;

Whereupon by written ballot Mr. W. A. Ogg received three votes, being the whole number of votes cast, and was declared duly elected a director of the corporation.

Mr. Ogg being present and duly qualified, accepted his said office and took part in the further proceedings of the meeting.

The resignation of M. G. Connellan as a director of the company was presented to the meeting.

On motion duly seconded it was

VOTED:

To accept the resignation of M. G. Connellan.

On motion duly seconded it was

VOTED:

To proceed by written ballot to the election

of a director to fill the vacancy caused by the resignation of M. G. Connellan;

Whereupon by written ballot Mr. W. H. Coolidge received four votes, being the whole number of votes cast, and was declared duly elected a director of the corporation.

Mr. Ramsdell tendered his resignation as a director and as Secretary of the company.

On motion duly seconded it was

VOTED:

To accept Mr. Ramsdell's resignation as a director and as Secretary of the company.

On motion duly seconded it was

VOTED:

To proceed by written ballot to the election of a Secretary to fill the vacancy caused by the resignation of Mr. Ramsdell;

Whereupon by written ballot Mr. F. W. Batchelder received three votes, being the whole number of votes cast, and was declared duly elected Secretary of the corporation.

Mr. Batchelder was thereafter sworn according to the following original record of his oath:

COMMONWEALTH OF MASSACHUSETTS.

Suffolk ss:

Boston, March 2, 1922.

Personally appeared F. W. Batchelder, Secretary of Silver Dyke Mining Company, and being duly sworn according to law, made oath that he would faithfully and impartially perform the duties of his said office.

Before me,

Philip L. Plante
Notary Public.

On motion duly seconded it was

VOTED:

To proceed by written ballot to the election of a director to fill the vacancy caused by the resignation of Mr. Ramsdell;

Whereupon by written ballot Mr. H. A. Wentworth received three votes, being the whole number of votes cast, and was declared duly elected a director of the corporation.

Mr. Wentworth being present and duly qualified, accepted his said office and took part in the further proceedings of the meeting.

Mr. Coyle tendered his resignation as President of the company.

On motion duly seconded it was

VOTED:

To accept Mr. Coyle's resignation as President of the company.

On motion duly seconded it was

VOTED:

To proceed by written ballot to the election of a President to fill the vacancy caused by the resignation of Mr. Coyle;

Whereupon by written ballot Mr. W. A. Ogg received four votes, being the whole number of votes cast, and was declared duly elected President of the corporation.

Mr. Ogg being duly qualified, accepted his said office and presided over the further proceedings of the meeting.

Mr. Coyle tendered his resignation as a director of the company.

On motion duly seconded it was

VOTED:

To accept Mr. Coyle's resignation as a director of the company.

On motion duly seconded it was

VOTED:

To proceed by written ballot to the election of a director to fill the vacancy caused by the resignation of Mr. Coyle;

Whereupon by written ballot Mr. G. H. Brabrook received three votes, being the whole number of votes cast, and was

declared duly elected a director of the corporation.

Mr. Brabrook being present and duly qualified, accepted his said office and took part in the further proceedings of the meeting.

Mr. Sullivan tendered his resignation as Treasurer of the company.

On motion duly seconded it was

VOTED:

To accept Mr. Sullivan's resignation.

On motion duly seconded it was

VOTED:

To proceed by written ballot to the election of a Treasurer to fill the vacancy caused by the resignation of Mr. Sullivan;

Whereupon by written ballot Mr. F. W. Batchelder received four votes, being the whole number of votes cast, and was declared duly elected Treasurer of the corporation.

On motion duly seconded it was

VOTED:

To proceed by written ballot to the election of a Vice-President;

Whereupon by written ballot Mr. H. A. Wentworth received four votes, being the whole number of votes cast, and was declared duly elected Vice-President of the corporation.

Mr. Wentworth being present, accepted his said office.

The President read to the meeting a letter from Henry A. Wentworth to the Silver Dyke Mining Company, dated March 1, 1922, enumerating the several mining claims now owned by the company, and offering the company the opportunity to acquire his interests in certain other mining claims and options upon mining claims in the vicinity of the properties owned by the company.

On motion duly seconded it was

VOTED:

That this company acquire from Henry A. Went-

Room 520
55 Congress Street
Boston

March 1st, 1922. ✓

Silver Dyke Mining Company,
50 Congress Street,
Boston, Massachusetts.

Attention of Mr. Philip E. Coyle.

Gentlemen:

The Silver Dyke Mining Company is now the owner
of record of the following claims:

- a. The original group consisting of Alice #1, #2, #3, ✓
#4, #5, Emma and X-Emma.
- b. Octavia.
- c. Nonpareil.
- d. Terrier. ✓
- e. Theodore Roosevelt.
- f. Silver Dale.
- g. Sherman.
- h. Sherman Water Right. ✓

I hereby offer to you, for what I have paid out
on them plus your undertaking to complete the payments and the
legal charges thereon, these payments and charges estimated not
to exceed \$1000 more, all my right, title and interest to the
claims mentioned below.

1. I have here a deed from A. W. Koch to the Silver Dyke
Mining Company, for the following:

Albert ✓	Boston Lode
New York	Ionic Lode
Triangle	Copper Plate
Abraham Lincoln	Theodore Roosevelt ✓

Of these the Albert was bought from Cunningham and Dalton. The Theodore Roosevelt is an amended location taken out in Mr. Koch's name, and the balance of these are claims which have either been located in Mr. Koch's name or deeded to him.

2. I have here a recorded deed from Frank Wright and wife to me on the Little Chester. A deed from myself and wife will need be drawn.

3. I have an option from Thomas Westgard running to A. W. Koch on the Blake, Josephine, Thomas Edison and Mill Rock claims. A deed to these claims running to A. W. Koch is in escrow in the Great Falls National Bank. I have an assignment running to me. A deed from Koch to the Silver Dyke Company will need be drawn and placed in escrow, also an assignment from Koch drawn and placed in escrow, and his assignment to me destroyed.

These claims may prove to be quite important as they are all on the Silver Dyke general ore zone. The terms call for the assessment work to be done and for \$10,000, payable \$5000 on or before November 3rd, 1922 and the balance on or before November 3rd, 1923.

4. Omaha. This is a patented claim, lying in the midst of the mill-site and tailings disposal holdings. The surface rights have been purchased and the deed is now lying in the First National Bank of Great Falls with the money awaiting the quieting of title on some minor defects. This deed runs to Mr. Koch and the deed from Mr. Koch and his wife to the Silver Dyke Company

will need be drawn immediately.

5. Alta-Lubeck. This claim lies in such a position that it should be acquired, or at least an interest in it should be acquired so that the surface may be crossed with tram, etc. It also has mineral possibilities. I have a verbal option on 2 - 1/3 interests. The titles on both these interests are being quieted prior to being acquired. The deed should run direct to the Silver Dyke Company when made.

6. Little Mamie, Silver Star and Caroline - - - Big Mamie, Silver Stake and North Carolina. These two groups are located over one another, the Neihart-Montana Company having a recorded title to the former and I have a recorded title to the latter. I agreed with the Neihart-Montana Company that they shall give me a quit-claim deed for the Little Mamie and Big Mamie and I shall give them a quit claim deed to the other two. This deed from them should run direct to the Silver Dyke Mining Company.

My expenditures to date on these matters for which I should be reimbursed, are as follows:

Albert and Little Chester - payment and legal	\$ 1710
Mamie Group - payment and legal	303
Alta-Lubeck - Payment and legal	510
Omaha - Payment and legal	2000
New claims - locating and legal	364
Koch's time and expense rounding up these claims	1000
<u>Total</u>	\$ 5887.

There are other payments and legal expenses on the Alta Lubeck and Omaha already incurred which are expected to amount to between \$500 and \$1000.

With the above matters in shape, the Silver Dyke Mining Company will have either complete ownership of, or a substantial interest in, a solid block of claims with the exception of the "Savage

Claim", a patented claim lying in the midst of the group and on which I have not yet been able to make any reasonable arrangement.

Yours very truly,



HAW:M

Copy to Mr. Ogg
" " Mr. Koch

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worth all his right, title and interest in and to the various mining claims and options upon mining claims mentioned in his letter of March 1, 1922, to the Silver Dyke Mining Company, read at this meeting by the President, upon the terms set forth in said letter; that the proper officers of this company be, and they hereby are, authorized and directed to take any and all action necessary to carry out the true intent of this vote; and that said letter be inserted in the records of this meeting opposite the record of this vote.

Mr. Wentworth desired to be recorded as not voting upon the foregoing motion.

On motion duly seconded it was

VOTED:

That the President be, and he hereby is, authorized to borrow from time to time, from the American Zinc Lead and Smelting Company, for the purposes of this company, upon this company's notes or on open account, as may be arranged, sums amounting in the aggregate to \$25,000.

On motion duly seconded it was

VOTED:

That the Great Falls National Bank, of Great Falls, Montana, be, and it hereby is, designated as a depository of the funds of the company.

On motion duly seconded it was

VOTED:


That until otherwise ordered by the board of directors, A. W. Koch be, and he hereby is, authorized to draw checks upon funds of the company on deposit in Great Falls National Bank, Great Falls, Montana, for purposes of the company.

On motion duly seconded it was

VOTED: To adjourn.

Adjourned.

ATTEST:



Secretary.

Boston, Mass. April 3, 1922.

To the Stockholders of the

SILVER DYKE MINING COMPANY:-

You are hereby notified that the First Annual Meeting of the Silver Dyke Mining Company will be held at the office of the Company, No. 85 Exchange Street, Portland, Maine, on Wednesday, April 12, 1922, at 2 o'clock in the afternoon to transact the following business, viz:-

1. To elect a Board of Directors and all other necessary officers.
2. To transact any other business that may properly come before the meeting.

F. W. BATCHELDER.

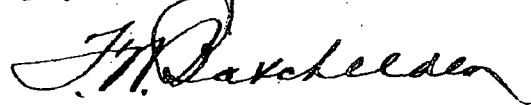
Secretary.

Please sign and return the enclosed proxy.

Boston, Mass. April 3, 1922.

I, F. W. BATCHELDER, Secretary of the Silver Dyke Mining Company, do hereby certify that I, this day, caused a notice of which the above is a true copy, to be mailed in the Post Office at Boston, Mass., postage prepaid, to each stockholder of the Company at his record address.

ATTEST:



Secretary.

On motion, duly seconded, it was
VOTED: That the report of the committee on representation
of stock at the meeting be accepted and that the proxies
above mentioned be accepted and approved.

The Chairman declared the total representation of 330,834 shares, being a majority of the total amount issued and outstanding (namely, 425,000 shares) to be a quorum for the transaction of business.

The records of the meeting for organization were read and approved.

On motion, duly seconded, it was
VOTED: To proceed to the election of five Directors, by written ballot, whereupon, by written ballot -

G. H. Brabrook
W. H. Coolidge
W. A. Ogg
T. F. Sullivan
H. A. Wentworth

each received 330,834 votes, being all the votes cast, and all the stock represented at the meeting, and were severally declared duly elected Directors of the Corporation.

On motion, duly seconded, it was
VOTED: To proceed to the election of a Clerk, by written ballot, whereupon, by written ballot, H. P. Sweetser received 330,834 votes, being all the votes cast, and all the stock represented at the meeting, and was declared duly elected Clerk of the Corporation.

On motion, duly seconded, it was
VOTED: To ratify and approve all the acts and doings of the Directors and officers of the Corporation for the past corporate year, as they appear of record.

On motion, duly seconded, it was
VOTED: To adjourn. Adjourned.

ATTEST: H. P. Sweetser
Clerk of the Corporation

Cumberland, ss. STATE OF MAINE
Portland, Me., April 14, 1922

Personally appeared the above-named H. P. Sweetser,

Clerk of the SILVER DYKE MINING COMPANY, and being duly sworn according to law, made oath to faithfully and impartially perform the duties of his said office.

Before me,

Melville W. Kent

Justice of the Peace

A true copy of the original record.

ATTEST:



Clerk of the Corporation

A meeting of the Board of Directors of the Silver Dyke Mining Company, duly called, was held this day in Room 811, #55 Congress Street, Boston, Massachusetts, at 11 o'clock in the forenoon.

PRESENT:

Messrs. Brabrook, Ogg, Sullivan and Wentworth, to wit, a majority of the Directors.

The President called the meeting to order and presided. The Secretary kept the records of the meeting.

The records of the Directors' meeting of March 2, 1922, were read and approved.

The President presented and read to the meeting the Report on the Property of the Silver Dyke Mining Company at Meihart, Montana, by Mr. Carl O. Lindberg, Engineer of Mines.

Upon motion duly seconded, it was

VOTED:

That the Report of Mr. Carl O. Lindberg, Engineer of Mines, upon the Property of this Company be, and it hereby is accepted, and his bill for services of approximately Sixteen Hundred Dollars (\$1600) is approved for payment.

The President reported that the American Zinc, Lead & Smelting Company has offered to loan this Company on Open Account or on this Company's promissory notes, up to Four Hundred Thousand Dollars (\$400,000) at the rate of Seven Per Cent., per annum, to cover the estimated cost of development and equipment, including power lines, working capital, camp buildings and mine development, amounting to Three Hundred Seventy-Five Thousand Dollars (\$375,000), as estimated by Messrs. Lindberg, Young, Koch and Coy, in joint conference, together with the Company's present indebtedness to the Zinc Company of Twenty-Five Thousand Dollars (\$25,000).

Upon motion duly seconded, it was

VOTED:

That the President be, and he hereby is, authorized on behalf of this Company to accept the offer of the American Zinc, Lead & Smelting Company to loan this Company on Open Account or on its promissory notes, up to Four Hundred Thousand Dollars (\$400,000) at the rate of Seven Per Cent., per annum, and to proceed with the work as specified above.

No further business coming before the meeting,

Upon motion duly seconded, it was

VOTED:

To Adjourn.

Adjourned.

Attest:



Secretary.

Boston, Mass. September 8, 1922.

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A meeting of the Board of Directors of the Silver Dyke Mining Company, duly called, was held this day in Room 811, #55 Congress Street, Boston, Massachusetts, at

PRESENT:

Messrs. Brabrook, Ogg, Sullivan and Wentworth, to wit, a majority of the Directors.

The President called the meeting to order and presided. The Secretary kept the records of the meeting.

The records of the Directors' Meeting of July 23, 1922, were read and approved.

The President presented and read to the meeting a letter dated September 6, 1922, from Mr. H. A. Wentworth acknowledging receipt of two hundred thousand (200,000) shares of the capital stock of the Silver Dyke Mining Company in accordance with the terms of a certain agreement dated March 29, 1921, between himself and Frank Wright, Trustee, requesting option until November 30th, 1923, to take and pay for at par all or any part of seventy-five thousand (75,000) shares remaining in the Treasury of this Company.

Upon motion duly seconded, it was

VOTED:

That the above option requested by Mr. H. A. Wentworth be granted in form approved by this Company's counsel.

After full explanation by the President,

Upon motion duly seconded, it was

VOTED:

That, on behalf of this Company, the President be, and he hereby is, authorized to acquire control, if possible, of the Savage Mining Company, owning the Savage Claim at a cost not to exceed Five Thousand Dollars (\$5,000).

The President read to the meeting a letter from Mr. Young in regard to the difference in cost of construction between a mill of three hundred tons and four hundred and fifty tons daily capacity.

After general discussion, and in view of the fact that the mill of four hundred and fifty tons will cost but twenty seven thousand dollars (\$27,000) more than a mill of three hundred tons, and will enable the production of enough more ore to increase estimated profits by one hundred fifty thousand dollars (\$150,000) during the first year of operation, and also considering the favorable developments which have occurred at the property since it was proposed to erect a mill of three hundred tons daily capacity, it was

VOTED:

That the President be, and he hereby is, authorized to proceed at once with the construction of a mill of four hundred and fifty tons daily capacity instead of the three hundred ton mill previously authorized, and that he is also hereby authorized to borrow the amount necessary to finance the construction of the above four hundred and fifty ton mill.

No further business coming before the meeting,

Upon motion duly seconded, it was

VOTED:

To Adjourn.

Adjourned.

Attest:



Secretary.

A meeting of the Board of Directors of the Silver Dyke Mining Company, duly called, was held this day in Room 811, #55 Congress Street, Boston, Massachusetts, at 11 o'clock in the forenoon.

PRESENT:

Messrs. Brabrook, Coolidge, Ogg, Sullivan and Wentworth, to wit, all of the Directors.

The President called the meeting to order and presided. In the absence of the Secretary, Miss M. A. Donovan was chosen Secretary of the Meeting and kept the records. Miss Donovan was thereupon sworn according to the original record of her oath:

COMMONWEALTH OF MASSACHUSETTS

Suffolk, SS

Boston, Mass. Sep. 28th, 1922.

Personally appeared M. A. Donovan, duly appointed Secretary of the meeting of the Board of Directors of the Silver Dyke Mining Company held at the office of the Company, #55 Congress Street, Boston, Massachusetts, on Thursday, September 28th, 1922, at 11 o'clock in the forenoon, being duly sworn according to law, made oath that she would faithfully and impartially perform the duties of her said office.

Before me,

Thomas Sullivan

Notary Public.

The Vice-President presented to the meeting the matter of acquiring control of the Mining Claims known as "Blotter #1" and "Blotter #2", otherwise known as the "Whippoorwill Group".

Upon motion duly seconded, it was

VOTED:

(Mr. Brabrook not voting.)

That the President be authorized to purchase the control of the Carpenter Creek Mining Company, owning the Claims known as "Blotter #1" and "Blotter #2", (otherwise known as the "Whippoorwill Group") at a cost of Ninety-Five Hundred Dollars (\$9500.); and that the President be authorized to purchase a further amount of ten thousand (10,000) shares of the Carpenter Creek Mining Co., at not to exceed Five Hundred Dollars (\$500.).

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Upon motion duly seconded, it was

VOTED:

That the American Zinc, Lead & Smelting Company
be, and it hereby is, appointed Fiscal Agent of this Company.

No further business coming before the meeting,


Upon motion duly seconded, it was

VOTED:

To Adjourn.

Adjourned.

Attest:


Secretary of the Meeting.

Boston, Mass. October 26, 1922.

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A meeting of the Board of Directors of the Silver Dyke Mining Company, duly called, was held this day in Room 811, #55 Congress Street, Boston, Massachusetts, at 11 o'clock in the forenoon.

PRESENT:

Messrs. Ogg, Sullivan and Wentworth, to wit, a majority of the Directors.

The President called the meeting to order and presided. The Secretary kept the records of the meeting.

The records of the Directors' Meeting of September 28, 1922, were read and approved.

Upon motion duly seconded, it was

VOTED:

That the proper officers of the Company be, and hereby are, authorized and directed to make application to the American Surety Company for a Bond of Indemnity from this Company to the Great Northern Railway Company in the amount of \$1,000.00 covering ninety-six hour credits on freight shipments consigned to this Company at Nelhart, Montana.

No further business coming before the meeting,

Upon motion duly seconded, it was

VOTED:

To Adjourn.

Adjourned.

Attest:



Secretary.

Boston, Mass. November 24, 1922.

A meeting of the Board of Directors of the Silver Dyke Mining Company, duly called, was held this day in Room 811, #55 Congress Street, Boston, Massachusetts, at 11 o'clock in the afternoon.

PRESENT:

Messrs. Brabrook, Coolidge, Ogg, Sullivan and Wentworth, to wit, all of the Directors.

The President called the meeting to order and presided. The Secretary kept the records of the meeting.

The records of the Directors' Meeting of October 24, 1922, were read and approved.

Upon motion duly seconded, it was

VOTED:

To ratify, approve and confirm the action of Mr. H. I. Young, Manager of Mines, in executing and delivering on behalf of this Corporation a Contract Agreement with the General Engineering Company, dated September 12, 1922, in which the General Engineering Company agree to act as Metallurgical Engineers for this Company in the design of its plant to be erected at Neihart, Montana.

Upon motion duly seconded, it was

VOTED:

To ratify, approve and confirm the action of Mr. H. I. Young, Manager of Mines, in executing and delivering on behalf of this corporation a Contract-Agreement with the Stearns Roger Manufacturing Company, dated September 12, 1922, covering the erection of a water storage station, crushing plant, a concentration mill and concentrate handling plant, a pumping station and boiler house, together with communicating piping and wiring, all on the property of this Company near Neihart, Montana.

Upon motion duly seconded, it was

VOTED:

To ratify, approve and confirm the action of the President and Secretary in executing on behalf of this Company and under its corporate seal Agreement with the Great Falls Power Company dated October 31, 1922, in which the Great Falls Power Company agrees to deliver to this Company at Neihart, Cascade County, Montana, after the installation of a transformer, electrical horse power to be used for operating, mining and milling machinery.

No further business coming before the meeting,

Upon motion duly seconded, it was

VOTED:

To Adjourn.

Adjourned.

Attest:



Secretary.

A meeting of the Board of Directors of the Silver Dyke Mining Company, duly called, was held this day in Room 811, #55 Congress Street, Boston, Massachusetts, at 11 o'clock in the forenoon.

PRESENT:

Messrs. Brabrook, Coolidge, Ogg, Sullivan, and Wentworth, to wit, all of the Directors.

The President called the meeting to order and presided. The Secretary kept the records of the meeting.

Upon motion duly seconded, it was

VOTED:

That the proper officers of this Company be, and they hereby are, authorized to take all steps necessary to have the capital stock of this company listed on the Boston Stock Exchange, and to sign all certificates, and enter into all arrangements necessary in the premises.

The President presented and read to the meeting an Agreement dated September 15, 1922, between this Company and the American Smelting & Refining Company whereby this Company agrees to sell to the American Smelting & Refining Company upon certain terms and conditions the total output of lead ore and concentrates taken from any and all the mining properties and dumps containing ores, now owned, leased or controlled by this Company.

Upon motion duly seconded, it was

VOTED:

That the action of the president in executing the above described Agreement dated September 15, 1922, by and between this Company and the American Smelting & Refining Company be, and it hereby is, ratified, approved and confirmed.

No further business coming before the meeting,

Upon motion duly seconded, it was

VOTED:

To Adjourn.

Adjourned.

Attest. 
Secretary.

SILVER DYKE MINING COMPANY

I, the undersigned, a Director of the
SILVER DYKE MINING COMPANY, hereby waive notice of the
meeting of the Directors held December 30th, 1922, at
the office of the Corporation, #55 Congress Street,
Boston, Massachusetts, at 11 o'clock in the forenoon.

Geo. Hale Brabrook

Boston, Mass. December 30, 1922.

A meeting of the Board of Directors of the Silver Dyke Mining Company was held this day in Room 811, #55 Congress Street, Boston, Massachusetts, at 11 o'clock in the forenoon.

PRESENT:

Messrs. Coolidge, Ogg, Sullivan and Wentworth,
to wit, a majority of the Directors.

The President called the meeting to order and presided.
The Secretary kept the records of the meeting.

The Secretary presented to the meeting forms of temporary certificates of Capital Stock as follows:-

Certificates for 100 Shares each
Certificates for less than 100 shares.

Upon motion duly seconded, it was

VOTED:

That the forms of temporary certificates of Capital Stock, presented by the Secretary, be, and they hereby are, adopted as the forms to be used in issuing the capital stock of this Company, and that copies of such certificates be inserted in the records of this meeting opposite the record of this vote.

Upon motion duly seconded, it was

VOTED:

That the First National Bank of Boston be, and hereby is, appointed Agent with title of Registrar to register transfers of stock of this Company, and is authorized to register transfers of such stock as is presented to it for such registration by the Treasurer, Transfer Agent, or other authorized agent of this Company, when signed as called for by the certificate, and may rely on certifications of the Clerk, Secretary or Treasurer of this Company as to proceedings or facts in connection with the issue of such stock, and on the opinion of counsel as to any legal questions arising with reference to such registration; and this Company agrees to pay reasonable legal charges incurred by said Bank in said connection.

Upon motion duly seconded, it was

VOTED:

That the First National Bank of Boston, as Registrar of this Company's stock be, and it hereby is, authorized to sign a contract with the Boston Stock Exchange in substantially the following form:

Upon motion duly seconded, it was

VOTED:

That M. L. Brennan and E. D. Crowley be, and they hereby are, appointed Transfer Clerks of this Corporation with authority to countersign Certificates of Capital Stock of this Corporation.

No further business coming before the meeting,

Upon motion duly seconded, it was

VOTED:

To Adjourn.

Adjourned.

Attest:

A handwritten signature in cursive script, appearing to read "J. M. Ruckelshaus".

Secretary.

Boston, Mass. February 21, 1923.

A meeting of the Board of Directors of the Silver Dyke Mining Company, duly called, was held this day in Room 811, #55 Congress Street, Boston, Massachusetts, at 11 o'clock in the forenoon.

PRESENT:

Messrs. Coolidge, Ogg, Sullivan and Wentworth, to wit, the majority of the Directors.

The President called the meeting to order and presided. The Secretary kept the records of the meeting.

The records of the Directors' Meeting of December 30, 1922, were read and approved.

The President presented to the meeting a Contract Agreement with L. P. Thornquist dated January 1, 1923, covering the haulage of concentrates from the Silver Dyke Mill to the Railroad, and freight from the Railroad to the Warehouse; also supplemental agreement dated January 9, 1923, giving L. P. Thornquist the right to cancel the contract not earlier than April 1, 1924.

Upon motion duly seconded, it was

VOTED:

To ratify and approve the action of the President in executing on behalf of this Company and under its corporate seal Contract Agreement dated January 1, 1923, and supplemental Agreement dated January 9, 1923, with L. P. Thornquist covering the haulage of concentrates from the Silver Dyke Mill to the Railroad and freight from the Railroad to the Warehouse.

Upon motion duly seconded, it was

VOTED:

That the President be, and he hereby is, authorized to accept the assignment of H. A. Wentworth to the Silver Dyke Mining Company of the Blake, Mill Rock, Thomas Edison and Josephine Lode Mining Claims referred to in an Agreement between Thomas Westgard and H. A. Wentworth dated February 15, 1923, copy of which is filed with the Secretary.

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Upon motion duly seconded, it was

VOTED:

To proceed by written ballot to the election of an Assistant Secretary and an Assistant Treasurer; whereupon, by written ballot, Miss M. A. Donovan received four votes, being all the votes cast, and was declared duly elected Assistant Secretary and Assistant Treasurer of the Corporation.

The Assistant Secretary was thereupon sworn according to the following original record of her oath:-

COMMONWEALTH OF MASSACHUSETTS

COUNTY OF Suffolk, SS

Boston, Mass. February 21, 1923.

Personally appeared M. A. Donovan duly elected Assistant Secretary of the SILVER DYKE MINING COMPANY, and being duly sworn according to law made oath that she would faithfully and impartially perform the duties of her said office.

Before me,

Thomas Sullivan

Notary Public.

No further business coming before the meeting,

Upon motion duly seconded, it was

VOTED:

To Adjourn.

Adjourned.

Attest

M. A. Donovan

Secretary.

Boston, Mass. April 3, 1923.

A meeting of the Board of Directors of the Silver Dyke Mining Company, duly called, was held this day in Room 811, #55 Congress Street, Boston, Massachusetts, at 11 o'clock in the forenoon.

PRESENT:

Messrs. Brabrook, Coolidge, Ogg, Sullivan and Wentworth, to wit, all of the Directors.

The President called the meeting to order and presided. The Secretary kept the records of the meeting.

The records of the Directors' Meeting of February 21, 1923, were read and approved.

Upon motion duly seconded, it was

VOTED:

That commencing with this meeting a fee of ten dollars (\$10) be paid to Directors for attendance at each meeting.

The President presented and read to the meeting a Contract Agreement dated December 12, 1922, between the Pneumatic Process Flotation Company and this Company covering the use of Callow type flotation machines at the Silver Dyke Plant.

Upon motion duly seconded, it was

VOTED:

To ratify and approve the action of the President and Secretary in executing on behalf of this Corporation and under its corporate seal a Contract-Agreement dated December 12, 1922, with the Pneumatic Process Flotation Company covering the use of Callow type flotation machines at the Silver Dyke Plant.

The President presented and read to the meeting a Agreement dated September 15th, 1922, between American Smelting and Refining Company and this Company covering the sale to the American Smelting and Refining Company the total output

(subject to the limitations and option mentioned in said agreement) of lead ore and concentrates produced or taken from any and all the mining properties and dumps containing ores, now owned, leased or controlled in any manner whatsoever by this Company, and commonly known as the Silver Dyke Mine.

Upon motion duly seconded, it was

VOTED:

To ratify and approve the action of the President in executing on behalf of this Corporation the above described Agreement with the American Smelting and Refining Company dated September 15th, 1922.

The President presented and read to the meeting an Agreement dated February 15, 1923, between the Anaconda Copper Mining Company and this Company covering the sale to the Anaconda Company of all the copper sulphide ores and/or copper concentrates produced from ores taken from the Silver Dyke Mine upon certain terms and conditions described in said Agreement.

Upon motion duly seconded, it was

VOTED:

To ratify and approve the action of the President and Secretary in executing on behalf of this Corporation and under its corporate seal an Agreement dated February 15, 1923, with the Anaconda Copper Mining Company.

The President presented and read to the meeting an Agreement between the International Smelting Company and this Company covering the sale of this Company's ore and all concentrates, except as noted in said agreement.

Upon motion duly seconded, it was

VOTED:

That the President and Secretary be, and they hereby are, authorized to execute and deliver on behalf of this Corporation and under its corporate seal a Contract-Agreement with the International Smelting Company.

No further business coming before the meeting,

Upon motion duly seconded, it was

VOTED:

To Adjourn.

Adjourned.

Attest:

J. M. Raschelden
Secretary.

Pursuant to the foregoing notice, with proof of service thereon, a meeting of the stockholders of the SILVER DYKE MINING COMPANY was held at the office of the Company, No. 85 Exchange Street, Portland, Maine, on WEDNESDAY the eleventh day of April, 1923, at two o'clock in the afternoon.

In the absence of the President, Mr. P. E. Coyle was chosen Chairman of the meeting and presided.

The Clerk of the Corporation, Mr. H. P. Sweetser, was present and kept the records.

The Chairman appointed the Clerk a committee of one to examine and report at once upon the representation of stock at the meeting, who, after due examination of the stock list and proxies on file, reported the representation of stock at the meeting to be as follows:

	<u>Shares</u>
P. E. Coyle, in person, holding	1,000
F. W. Batchelder, representing as proxy various stockholders, holding	391,650
H. P. Sweetser, representing as proxy Lowndes Maury, holding	<u>9,805</u>
Total representation -	402,455 shares

Said Committee further reported that the proxies above-mentioned have been duly stamped as required by the United States Internal Revenue laws.

On motion, duly seconded, it was VOTED: That the report of the committee on representation of stock at the meeting be accepted and that the proxies above-mentioned be accepted and approved.

The Chairman declared the total representation of 402,455 shares, out of a total issue of 425,000 shares, to be a quorum for the transaction of business.

The records of the meeting of April 12, 1922 were read and approved.

On motion, duly seconded, it was VOTED: To proceed to the election of five directors by written ballot, whereupon, by written ballot -

G. H. Brabrook
W. H. Coolidge
W. A. Ogg
T. F. Sullivan
W. H. Wentworth

each received 402,455 votes, being all the votes cast, and all the stock represented at the meeting, and were severally declared duly elected Directors of the Corporation.

On motion, duly seconded, it was VOTED: To proceed by written ballot to the election of a Clerk, whereupon, by written ballot H. P. Sweetser received 402,455 votes, being all the votes cast, and all the stock represented at the meeting, and was declared duly elected Clerk of the Corporation.

A Consolidated Balance Sheet as of February 28, 1923, was presented to the meeting.

On motion, duly seconded, it was unanimously VOTED: That said Balance Sheet be accepted and approved and placed on file, and that all matters, transactions, acts and things therein referred to be in all respects ratified, approved and confirmed.

On motion, duly seconded, it was VOTED: To ratify and approve all the acts and doings of the Directors and officers of the Corporation for the past corporate year, as they appear of record.

On motion, duly seconded, it was VOTED: To adjourn. Adjourned.

ATTEST: H. P. Sweetser
Clerk of the Corporation

STATE OF MAINE
CUMBERLAND, ss. Portland, Maine, April 11, 1923

Personally appeared the above-named H.P. Sweetser,

Clerk of the SILVER DYKE MINING COMPANY, and being duly sworn
according to law, made oath to faithfully and impartially
perform the duties of his said office.

Before me,

Melville W. Kent

Justice of the Peace

A true copy of the original record.

ATTEST:

W. A. S. S. S.
Clerk of the Corporation

Boston, Massachusetts. May 1st, 1923.

A meeting of the Board of Directors of the Silver Dyke Mining Company, duly called, was held this day in Room 811, #65 Congress Street, Boston, Massachusetts, at 11:30 o'clock in the forenoon.

PRESENT:

Messrs. Brabrook, Coolidge, Ogg, Sullivan and Wentworth, to wit, all of the Directors.

The President called the meeting to order and presided. The Secretary kept the records of the meeting.

The President presented to the meeting a License-Agreement between the Minerals Separation North American Corporation and this Company.

Upon motion duly seconded, it was

VOTED:

That the President be, and he hereby is, authorized in the Company's name and behalf and under the corporate seal, attested by the Secretary, to execute a License Agreement with the Minerals Separation North American Corporation in the form submitted at this meeting.

The President submitted and explained to the meeting an Agreement dated May 1st, 1923, between the Great Northern Railway Company and the Silver Dyke Mining Company relative to the relocation and extension for a distance of one hundred and fifty (150) feet of railroad trackage at Benton Spur.

Upon motion duly seconded, it was

VOTED:

That the President be, and he hereby is, authorized to execute and deliver on behalf of this Company the above described Agreement.

On motion duly seconded it was unanimously

VOTED:

That this company issue \$600,000 seven per cent. five-year gold notes, with suitable sinking fund provisions, callable, at the option of the company, in whole or in part, ^{on any interest & also} at any time at 105% of the par value thereof and accrued interest; and the proper officers of the company are hereby authorized to arrange with the American Zinc Lead and Smelting Company for the purchase by that company of said notes at 90% of the face value thereof; this company by way of payment thereof to accept a credit of the purchase price thereof upon the indebtedness of this company to the American Zinc Lead and Smelting Company, amounting ^{at this date of \$600,000} to ~~\$600,000~~ ^{\$633,800-00} and the President is hereby authorized to arrange and settle the detailed provisions of said notes and of the indenture of trust under which the same will be issued, and to arrange any details with reference to the sale of said notes to the American Zinc Lead and Smelting Company.

The President stated that if the American Zinc Lead and Smelting Company purchased the notes of this company, in accordance with the provisions of the foregoing vote, it was their plan to sell said notes at 95% of the face value thereof and accrued interest, to E. M. Hamlin & Co., of Boston, and as a condition of said sale, the American Zinc Lead and Smelting Company would endorse upon said notes an agreement by which the Zinc Company would guarantee payment by this company of the principal and interest of said notes, and the performance by this company of the sinking fund provisions relating thereto; said agreement also to provide that at the option of the holders of said notes at any time before maturity thereof, or in case the notes are called for redemption at any time before the date fixed for redemption, there will be delivered to the holder, in exchange for said notes, upon surrender of the same to the American Zinc Lead and Smelting Company, with all unmatured coupons attached, stock of this com-

pany owned by the Zinc Company equal at \$5.00 per share for said stock to the face value of the notes so surrendered for exchange.

On motion duly seconded it was

VOTED:

That the President of this company be, and he hereby is, authorized, in connection with the preparation of said notes, to have them so prepared that they may bear the endorsement of guaranty and agreement of the American Zinc Lead and Smelting Company in such form as may be settled by the American Zinc Lead and Smelting Company, and that this company undertake to indemnify and save harmless the American Zinc Lead and Smelting Company against any liability it may undertake by way of guaranteeing the payment of principal and interest of said notes and the performance of the sinking fund provisions relating thereto; and the proper officers of the company are hereby authorized and empowered to take all necessary action in the premises and to carry out the true intention of this vote.

On motion duly seconded it was

VOTED:

To adjourn.

Adjourned.

ATTEST:



Secretary.

Annual Report
OF THE
American Zinc, Lead and Smelting
Company

FOR THE YEAR ENDED
December 31, 1926

ANNUAL REPORT
OF THE
AMERICAN ZINC, LEAD AND SMELTING
COMPANY

TO THE STOCKHOLDERS:

The Board of Directors submit herewith statement of the result of operations of the American Zinc, Lead and Smelting Company and its subsidiary companies for the year ended December 31, 1926, together with Consolidated Balance Sheet at that date.

PROFITS FROM OPERATIONS, being the results of the sales of zinc and lead ores, sales of slab zinc, pig lead, zinc oxide, limestone and sulphuric acid, receipts from royalties; after deducting all cost of mining, manufacture, marketing ores, slab zinc, pig lead, zinc oxide, limestone and sulphuric acid, other expenses of operation and all administrative, general and selling expenses and taxes		\$502,973.46
DEDUCT:—Interest on Bonds, less interest on Bank Deposits, etc.		29,230.03
TOTAL PROFIT		<u>\$473,743.43</u>
EARNED SURPLUS AT DECEMBER 31, 1925	\$1,914,414.63	
ADD:—Surplus Adjustment	16,374.50	
		<u>1,930,789.13</u>
		\$2,404,532.56
DEDUCT:—		
Transferred to Depletion and Depreciation Reserves		481,279.96
EARNED SURPLUS AT DECEMBER 31, 1926		<u>\$1,923,252.60</u>

The Consolidated Balance Sheet as of December 31, 1926, appears at the end of this report.

The profit for year 1926, after interest, but before depreciation and depletion charges, amounted to \$473,743.43.

The production of slab zinc in the United States in 1926 was 638,533 tons, the largest output since 1917, and this output was on the whole well absorbed. Towards the close of the year continuation of a high rate of slab zinc production in the face of a falling demand caused an increase in stocks and a pressure to sell which brought the price to 7 cents per pound at December 31, 1926, since when it has been lower. The average price in 1926 was 7.337 cents per pound St. Louis, which is lower than the average price of 7.622 cents in 1925.

Conditions for zinc smelters were somewhat more favorable this year than last by reason of a better smelting margin.

Progress was made in improving the technique of zinc smelting from which, however, not much benefit has as yet been derived.

Profits of the Missouri-Oklahoma mining properties were on a lower basis than last year, due principally to the lower average price ruling for zinc concentrates.

The Big Chief Mine in Oklahoma was acquired during the year and has been operated profitably. A tailings retreatment plant, nearly ready for operation, has been added to this property.

Sales of zinc oxide were satisfactory in volume but prices were on a lower level than the average of the previous year.

The demand for sulphuric acid was good throughout the year and our sales were greater than those of last year at better average prices.

Sales of our limestone products show a satisfactory increase in volume over those of the preceding year, but at lower average prices.

The properties of the Wisconsin Zinc Company, a subsidiary of this company, were operated by the lessee and the income from royalties, together with sales of materials and machinery, enabled a distribution in liquidation to be made to the stockholders. The share of this distribution received by the company \$45,640 is not included in the profits but has been applied towards the reduction of the value at which the Wisconsin Zinc Company stock is carried on its books.

The operations of the Silver Dyke Mining Company, controlled by your company, were considerably better for this year than last, the mining profits amounting to \$179,597.06, compared with \$44,037.65 for the previous year. There was again a very marked improvement in metallurgical efficiency and costs as compared with former years, but the prices of the metals occurring in the Silver Dyke ore were all lower on the average this year than last, that of silver towards the latter part of the year notably so, which affected the value of the ore and the profits adversely.

Capital Expenditures, less credits from sales of property, amounted to \$84,934.37, and cover principally the cost of the Big Chief Mine in Oklahoma, and the construction of a tailings retreatment plant there; increased limestone storage facilities at Mascot, and miscellaneous improvements at our East St. Louis Zinc smelter.

The First Mortgage 5% ten year gold bonds outstanding at the beginning of the year were paid off.

Prospecting at our Tennessee properties developed a greater amount of ore than was extracted during the year, so that the reserves at the end of the year were slightly larger than they were at the beginning.

Accumulated unpaid preferred stock dividends at the end of year 1926 amounted to \$36.00 per share.

PER ORDER OF THE BOARD OF DIRECTORS

WILLIAM A. OGG, *President.*

March 15, 1927.

Annual Report
OF THE
American Zinc, Lead and Smelting
Company

FOR THE YEAR ENDED
December 31, 1925

ANNUAL REPORT

OF THE

AMERICAN ZINC, LEAD AND SMELTING COMPANY

TO THE STOCKHOLDERS:

The Board of Directors submit herewith statement of the result of operations of the American Zinc, Lead and Smelting Company and its subsidiary companies for the year ended December 31, 1925, together with Consolidated Balance Sheet at that date.

PROFITS FROM OPERATIONS , being the results of the sales of zinc and lead ores, sales of spelter, pig lead, zinc oxide, limestone and sulphuric acid, receipts from royalties; after deducting all cost of mining, manufacture, marketing ores, spelter, pig lead, zinc oxide, limestone and sulphuric acid, other expenses of operation and all administrative, general and selling expenses and taxes		\$549,690.77
DEDUCT: — Interest on Bonds, less interest on Bank Deposits, etc.		50,864.69
TOTAL PROFIT		\$498,826.08
EARNED SURPLUS AT DECEMBER 31, 1925		1,926,655.46
		\$2,425,481.54
DEDUCT:		
Transferred to Depletion and Depreciation Reserves		511,066.91
EARNED SURPLUS AT DECEMBER 31, 1925		\$1,914,414.63

The Consolidated Balance Sheet as of December 31, 1925, appears at the end of this report.

The profit for year 1925, after interest, but before Depreciation and Depletion Charges, amounted to \$498,826.08.

The first half of year 1925 was for zinc smelters a continuation of the unfavorable conditions of 1924, but with higher prices for spelter during the last half of the year there was a considerable improvement.

Based upon Joplin ore, the smelting margin, representing the difference between the sum received for the spelter and the price paid for the ore, out of which has to be paid freight and smelting costs, was on the average somewhat better than in 1924, although not so good as in 1923, the comparative margins being as follows:

Year	Margin Per Ton	Price Spelter St. Louis
1925	\$24.05	7.622¢
1924	22.36	6.344
1923	27.72	6.607

Your Company has a shop right in certain improved methods of zinc smelting, the development of which leads to the belief that the Company will hereafter derive important benefits in this branch of its business, which for several years has been unprofitable.

The High Five Mine in Missouri, except for a short period, when operations were suspended on account of a cave in a certain section of the workings was operated throughout the year profitably.

At the Douthat property in Oklahoma, upon which the company erected a mill which was put in operation at the beginning of year 1925, operations were conducted on a profitable basis throughout the year. The investment in this property and the cost of the concentrating facilities were amortized out of its earnings before the end of the year.

The demand for our high grade zinc oxide was well maintained during the year but prices ruled somewhat lower than in 1924.

The volume of our limestone business in Tennessee, a by-product of our mining operations, was increased and yielded a fair margin of profit.

The properties of the Wisconsin Zinc Company, a subsidiary of this company, leased during 1924, were operated by the lessee, and the income from royalties, together with receipts from the sale of materials and machinery, were more than sufficient to extinguish its indebtedness to this company.

The operations of the Silver Dyke Mining Company, in which your company owns approximately 69% of the outstanding stock, were on the whole unsatisfactory. During the first half of the year, due to a shortage of water and other physical difficulties, mining operations resulted

in a deficit of \$34,929.65. An earthquake in Montana caused the tailings dam to break in July which disorganized operations for some time. Thereafter a substantial improvement in metallurgical results and earnings occurred which continued until heavy snows in October interfered with the open pit operations. The mining profit for the last half of the year amounted to \$78,967.30. In the course of developing certain areas for mining operations additional ores were discovered equal in amount to about 60% of the ore extracted during year 1925.

Capital Expenditures, less credits from sales of property, amounted to \$78,956.66 and cover principally the cost of additions to the East St. Louis zinc smelting plant.

Bonded indebtedness was reduced by \$108,100, the bonds outstanding amounting to \$911,100 at December 31, 1925.

The zinc ore reserves at Mascot, Tennessee were greater at the end of the year than they were at the beginning.

Accumulated unpaid preferred dividends at the end of 1925 amounted to \$30.00 per share.

Mr. Louis A. Coolidge, for many years a Director and Vice-President of this Company, died on May 31, 1925. Mr. Coolidge served as a Director to the date of his death and as Vice-President up to June 1924, when he retired from that office in order that he might devote more time and strength to public affairs. Mr. Coolidge at all times took a keen, active and loyal interest in the Company and its affairs. His death is a great loss to the Company and is deeply felt by the men with whom he was associated.

Mr. C. D. Spalding, a Director of the Company since October 1917, died on March 18, 1925. During this period he was most constant in his attendance at meetings of the board, and at all times evinced a sincere and loyal interest in the Company and its affairs. His cooperation has been greatly appreciated by his associates and the Company's executives.

PER ORDER OF THE BOARD OF DIRECTORS

WILLIAM A. OGG, *President.*

March 17, 1926.

Annual Report
OF THE
American Zinc, Lead and Smelting
Company

FOR THE YEAR ENDED
December 31, 1927

ANNUAL REPORT
OF THE
AMERICAN ZINC, LEAD AND SMELTING
COMPANY

TO THE STOCKHOLDERS:

The Board of Directors submit herewith statement of the result of operations of the American Zinc, Lead and Smelting Company and its subsidiary companies for the year ended December 31, 1927, together with Consolidated Balance Sheet at that date:

PROFITS FROM OPERATIONS, being the results of the sales of zinc and lead ores, sales of slab zinc, pig lead, zinc oxide, limestone and sulphuric acid, receipts from royalties; after deducting all cost of mining, manufacture, marketing ores, slab zinc, pig lead, zinc oxide, limestone and sulphuric acid, other expenses of operation and all administrative, general and selling expenses and taxes		\$287,709. 83
DEDUCT:— Interest on Loans, less interest on Bank Deposits, etc.		26,724.03
PROFIT		\$260,985.80
EARNED SURPLUS AT DECEMBER 31, 1926		1,923,252.60
		<u>\$2,184,238.40</u>
DEDUCT:		
Transferred to Depletion and Depreciation Reserves		479,156.81
EARNED SURPLUS AT DECEMBER 31, 1927		\$1,705,081.59

The Consolidated Balance Sheet as of December 31, 1927 appears at the end of this report.

The profit for year 1927, after interest, but before depreciation and depletion charges, amounted to \$260,985.80.

The production of slab zinc in the United States in 1927 was 613,548 tons, a decrease of 24,985 tons as compared with year 1926. Deliveries for domestic consumption were 34,066 tons less than those of year 1926. The maintenance of production at a rate somewhat higher than consumption caused stocks to accumulate and the price of slab zinc to fall, with the result that while the price was 7 cents St. Louis at December 31, 1926 it had fallen to 5.65 cents at December 31, 1927.

Throughout the entire year the smelting margin was lower than in 1926 and the results of zinc smelting were unfavorable.

Construction by other companies of facilities for the additional production of electrolytic zinc was under way at the end of the year and will be effective in the early part of 1928, based in large part upon the availability of large quantities of low cost zinc concentrates that in certain western states can be recovered by the process of selective flotation, which will undoubtedly intensify competition, and indeed since the close of the year the price of slab zinc has reached lower levels than since 1922. To improve the ability of the company to meet this intensely competitive situation, it has been decided to concentrate all smelting operations for the production of slab zinc at our East St. Louis plant and all operations for the production of zinc oxide at our Columbus plant, and to modernize the equipment at our East St. Louis zinc smelter. It is expected that the construction authorized will be completed by the last quarter of this year.

Conditions in other lines of the company's business were on the whole less favorable than in the previous year; in most cases a reduction in business as compared with the previous year was recorded, and prices were in general less satisfactory than for year 1926.

The properties of the Wisconsin Zinc Company, which were leased in 1924, were returned by the lessee as of December 31, 1927, the ore in the properties leased having been substantially all extracted.

Operations of the Silver Dyke Mining Company, controlled by your company, were unsatisfactory, due to a considerable extent to the lower prices of the metals occurring in Silver Dyke ore, but also by reason of

the lower content of the ore in the metals to be recovered. The result for the year showed a loss in mining of \$24,920.81.

Capital Expenditures, less credits from sales of property, amounted to \$126,624.64 and include chiefly the balance of the purchase price of the Big Chief property in Oklahoma, construction of a flotation unit at the Big Chief mill, and miscellaneous improvements at our East St. Louis zinc smelter.

The ore reserves at Mascot, Tennessee were substantially the same at the end of the year as at the beginning. Since the close of the year development work has resulted in the discovery at a lower level of ore of much higher grade than the average of present reserves, and although sufficient work to determine the extent of the ore has not yet been done, it encourages the belief that important additions may be made to the Mascot reserves at this new level, not only at the point where the initial discovery was made, but at others in the same horizon and at still lower levels.

Accumulated unpaid preferred stock dividends at the end of year 1927 amounted to \$42.00 per share.

PER ORDER OF THE BOARD OF DIRECTORS

WILLIAM A. OGG, *President.*

March 15, 1928.

Annual Report
OF THE
American Zinc, Lead and Smelting
Company

FOR THE YEAR ENDED
December 31, 1928

ANNUAL REPORT
OF THE
**AMERICAN ZINC, LEAD AND SMELTING
COMPANY**

TO THE STOCKHOLDERS:

The Board of Directors submit herewith statement of the result of operations of the American Zinc, Lead and Smelting Company and its subsidiary companies for the year ended December 31, 1928, together with Consolidated Balance Sheet at that date:

PROFITS FROM OPERATIONS , being the results of the sales of zinc and lead ores, sales of slab zinc, zinc oxide, limestone and sulphuric acid, receipts from royalties; after deducting all cost of mining, manufacture, marketing ores, slab zinc, zinc oxide, limestone and sulphuric acid, other expenses of operation and all administrative, general and selling expenses and taxes		\$908,467.97
DEDUCT: —Interest on Loans, less interest on Bank Deposits, etc.		47,310.19
PROFIT		<u>\$861,157.78</u>
EARNED SURPLUS AT DECEMBER 31, 1927	\$1,705,081.59	
ADD: — SURPLUS ADJUSTMENT	15,274.66	
		<u>1,720,356.25</u>
		<u>\$2,581,514.03</u>
DEDUCT:		
Transferred to Depletion and Depreciation Reserves	\$379,686.66	
Adjustment of Investment in Own Preferred Stock	644,578.18	
Special Reserve for Loss on Silver Dyke Investment	518,885.34	
		<u>1,543,150.18</u>
EARNED SURPLUS AT DECEMBER 31, 1928		<u>\$1,038,363.85</u>

The Consolidated Balance Sheet as of December 31, 1928 appears at the end of this report.

The profit for year 1928, after interest, but before depreciation and depletion charges, amounted to \$861,157.78.

The production of slab zinc in the United States in 1928 was 619,595 tons, a decrease of 6,047 tons as compared with year 1927. Deliveries for domestic consumption were 29,873 tons greater than those of year 1927 but exports decreased 9,679 tons, due to domestic prices becoming enough higher than the foreign prices so that exports would entail a prohibitive loss. At the beginning of the year the price of Prime Western slab zinc stood at 5.65 cents per pound St. Louis, but after dropping to a low point of 5.40 cents in February it gradually improved, and at December 31, 1928 was 6.35 cents. The average for 1928 was 6.027 cents as compared with 6.242 cents for year 1927.

The smelting margin for year 1928 averaged a little lower than in 1927.

The modernizing of our East St. Louis plant was not completed until the last quarter of 1928 and hence was only partially effective this year. Operating and metallurgical efficiency in both mining and smelting departments was considerably improved.

On the whole conditions in most lines of the Company's business were more favorable as to volume this year than last year with little change in price levels.

Operations of the Silver Dyke Mining Company resulted in a mining profit of \$41,624.08 during the year. The conditions encountered at this property from the outset were so different from what had been anticipated and the metallurgical problems proved so difficult that several years were required for the working out of the best solutions, during which a large part of the ore reserves was extracted. Intensive prospecting has not resulted in materially extending the reserves beyond the limits determined several years ago, so that the extent of the unextracted ore at the end of the year is known and it will all be mined out sometime during 1929. Silver Dyke investment will therefore show a substantial loss, and to reduce it to a value that can probably be realized a deduction has been made from surplus account, as will be noted above.

For many years there has been carried as an investment 16,221 shares of this company's preferred stock acquired in 1916 through the Granby Mining & Smelting Company, and in order to eliminate this from the investment account and show on the balance sheet the net amount of preferred stock outstanding, a deduction of \$644,578.18 has been made from

surplus to cover the difference between the price of \$64.75 at which the preferred stock stood and the par value of same.

As stated in last year's report, high grade ore was encountered at our Mascot, Tennessee property at levels below those at which operations had been conducted up to the end of year 1927, and prospecting and development work resulted in the addition to ore reserves of a considerable amount of high grade ore, not only at the point of original discovery but at others, so that at the end of the year there was a substantial increase in the Mascot ore reserves.

Exploratory work upon a group of properties, the principal of which is known as the Jarnagin, resulted in the development of a sufficient amount of ore to warrant the sinking of a shaft and developing the ground for the extraction of ore. The shaft has now been sunk and it is expected ore will be mined from this property about the middle of the year. The Jarnagin property is located about sixteen miles east of Mascot, and the ore will be transported by rail to Mascot where it will be milled along with Mascot ore.

To enable the company to furnish grades of limestone it could dispose of but was not in a position to produce, a well equipped quarry at Strawberry Plains, Tennessee, near Mascot, was leased for twenty years from the Holston Quarry Company.

Capital Expenditures for 1928 cover principally the modernization of the East St. Louis smelter, improvements at our Columbus, Ohio plant, and development and construction work at the Mascot and Jarnagin, Tennessee properties.

The small amount (6880 shares) of Common Stock unissued at the end of last year was disposed of at an average price of \$48.00 per share.

Although the earnings of the year after depreciation and depletion charges were sufficient to cover the regular dividend on the Preferred stock, these earnings, together with the amount realized from the sale of Common stock, were utilized for the capital expenditures above referred to, so that the Company's floating indebtedness was no greater at the end of the year than at the beginning.

Accumulated unpaid Preferred stock dividends at November 1, 1928 amounted to \$48.00 per share.

PER ORDER OF THE BOARD OF DIRECTORS.

WILLIAM A. OGG, *President.*

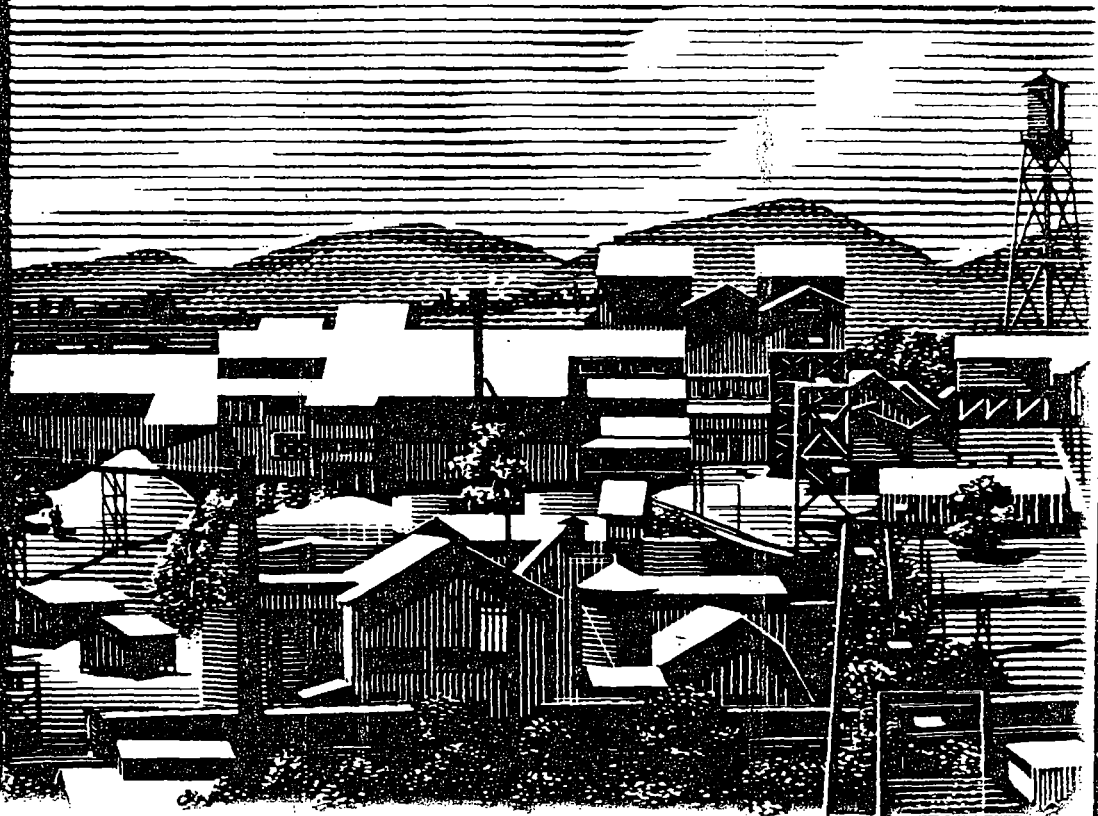
March 12, 1929.

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AZn

A HISTORY OF THE
AMERICAN ZINC COMPANY

BY JAMES D. NORRIS



Clark in the discussion. Nevertheless, Coolidge voted to approve Ogg's request.³⁵ Stung by what he considered unfair criticism and because Clark's objection was "to be spread on our records," Ogg addressed a letter to the executive committee reiterating his reasons recommending disposal of the stock.³⁶ The inability of Ogg to accept constructive criticism or to appreciate loyal opposition either from the board or members of his operating staff represented a serious personal weakness and created resentment within the company.

Perhaps encouraged by the quick profits in the Carson Hill Gold Company, in 1921 Ogg recommended acquisition of part interest of the Silver Dyke mineral properties near Great Falls, Montana. During the next three years American Zinc invested over \$600,000 in this gold-silver-lead-copper property. From the beginning, operations encountered serious difficulties. Mining methods proved expensive; the ore differed from that usually treated, necessitating costly changes in milling; the ore grade was much lower than expected; and lack of water hampered milling operations. Although Silver Dyke Mining Company finally obtained permanent financing and repaid the money borrowed from American Zinc, the company guaranteed the payment of \$600,000 in Silver Dyke bonds purchased by E. M. Hamlin and Company of Boston. In 1924 an earthquake destroyed the tailings dam and generally disrupted operations. As if trouble bred trouble, extensive exploration failed to turn up the expected ore reserves, and in 1929 the mine was exhausted. The *Annual Report for 1929* acknowledged the project to be a loss, and noted that \$518,585 had been deducted from surplus to cover it.³⁷

In addition to the unfortunate Silver Dyke venture, American Zinc invested over \$100,000 in a joint venture on a property known as the Grand Reef, in Aravaipa Valley, Arizona. The depression in the zinc industry during 1920 and subsequent hard times forced abandonment of this project. A small investment during the spring of 1923 in a copper property in the Bird River District, about 100 miles northeast of Winnipeg, Manitoba, failed to produce significant results.³⁸ While none of these unproductive investments resulted in disastrous losses, and the company might

1925

Novel Tailing Dam Succumbs to Earthquake

When one of the editors of *Mining Journal-Press* was in Neihart, Mont., last fall, he was much impressed with a tailing dam built by the Silver Dyke Mining Co. in a coulee on the side of a mountain, near the concentrating plant. He thought of the damage that might be done to the dwelling houses a short distance below the dam, should it ever give way. Of this there seemed little likelihood, however, and probably nothing but an earthquake would have brought this catastrophe about. This is exactly what happened a little after 10 o'clock at night on July 10, with

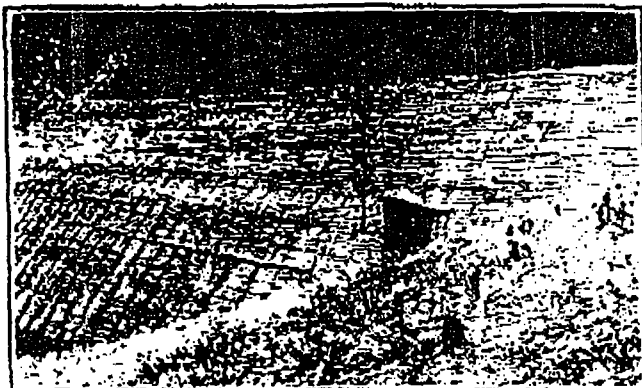
exposure of the methods of that company which resulted in its being dropped from the Boston Curb Exchange. Discussing the condition of the mining industry in Idaho, Mr. Campbell pointed out that this year had demonstrated that something more than high metal prices and demand for lead mines are necessary to attract capital for the development of new mines. These have prevailed and the productive mines are prosperous, but the amount of money going into new mining enterprises this year has been disappointing. For explanation of the cause, Mr. Campbell said:

"Close observation over a period of five years has led to two conclusions—

Federal Installs Experimental Tailing Mill

The Federal Mining & Smelting Co. is building an experimental tailing mill at its Lucky Bill property, in the Oklahoma section of the Joplin-Miami mining field. It has five flotation machines at the Lucky Bill. The Federal will drill some line holes with the Huttig Lead & Zinc Co. in an effort to pick up a run of ore that has been developed on the Huttig and Cosmos properties. The Jeff City Mining Co. is sinking a shaft to tap a shallow run of ore it has located on the southeast corner of the Cosmos lease.

The Commercial Metals Mining Co.



Silver Dyke tailing dam before breaking



Silver Dyke tailing dam after failure

the result shown in the accompanying photograph. For comparison, a view of the dam as it existed last fall is also shown.

Several houses in the valley below the dam were inundated by the flood of tailings and are a total loss, as were also a storeroom and pump station belonging to the mine. Two children, aged 4 and 7, lost their lives.

The dam was about 90 ft. high and between 200 and 300 ft. long. It was composed of pine trees laid end to end, as shown in the photograph. About every 10 ft. along the face of the dam and between the trees were fastened smaller trees at right angles to the face of the dam and projecting, with their branches on, into the tailing pond. This made a good anchor for the dam, and had not the earthquake tremors loosened the structure it is unlikely that any trouble would ever have occurred. One might have thought that the vast deposit of tailing would have been so densely packed that there would be little tendency for the whole to flow down the valley, the water being only a few inches deep on the surface, but evidently a good portion of it migrated.

namely, too much restrictive legislation, particularly in the Eastern states, to which Western development must look for funds; and, second, the investing public is suffering a loss of confidence in mining investments. Nothing can be done to prevent 'blue-sky' craze, as much of it was inspired by frauds and swindles that were perpetrated on the investor through quiescence in the home state of the organization, but much good can and will revert to Idaho mining if the investing public knows

is operating a mine on the Renzenhausen land, about six miles southwest of Joplin. The formation is unusual in that the ore is found below the Grand Falls chert. This mine was opened several years ago, but did not pay. The present owners have built a small mill and are turning out concentrates steadily.

A lease on the A. W. C. mine, a mile west of Joplin, has been taken by the Cherokee Lead & Zinc Co., and a pumping plant has been installed on the 175-ft. level. The property formerly was a steady producer of sheet ground zinc ore. About four miles west of Joplin the Kansas Explorations Co. expects to have another new mill on the Robinson lease ready for operation by Sept. 1.



Tailing dam construction

that Idaho is using every precaution and is particularly vigilant in preventing any shady mining promotions, and that this position is receiving the co-operation and support of everyone interested in mining. The latter conditions are true at the present time, but they are not sufficiently known to the

Aluminum Co. Plans to Spend \$70,000,000 on Plant in Canada

The Aluminum Co. of America will spend \$70,000,000 on a model city near Quebec, as headquarters for its contemplated Canadian plant, according to Aimee Geoffrion, a Montreal lawyer, who has been acting for Quebec in negotiations. The city will house at least 40,000 persons.

The plant will utilize water power from the Saguenay River, and when completed will be the second place on this continent where bauxite is reduced to aluminum. The other plant is at East St. Louis. At least fifteen steamers will be employed to bring the bauxite from the extensive deposits on the Demerara in British Guiana. The electrical development will be done by the Quebec & Atlantic Power Co.

Enforcement of Blue-Sky Laws in Idaho

State Mine Inspector Defendant in Damage Suit by Idaho Copper Corporation

Stewart Campbell, Idaho State mine inspector, has just completed his annual inspection of mining conditions in the Coeur d'Alene district. Mr. Campbell has been made defendant in a damage suit brought by the Idaho Copper Corporation, based upon

THE MINES HANDBOOK, 1924

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of claims near Corbin and Wickes. Mont. The Hidden Treasure ground shows ore-bearing copper veins in quartz monzonite, with pay ore in several places, from which ore can be shipped when mine is working.

The Ballaklava property includes the Burke and Ballaklava claims, about at Butte and can produce considerable tonnage of high grade shipping ore from this and the other veins of the property.

Development: at the Corbin mines the Hidden Treasure 400' shaft has levels at 135, 233 and 400', exposing three parallel veins but not cutting the easternmost, or Duluth vein of the property. The Chicago vein opened by drifts on each level, is 28' wide on the 133' level and ore stoped averaged 19.6 oz. silver and 8.9% copper. On the 235' level a shoot of 19 oz. silver and 14.1% copper ore is exposed for 50' by drifting. The Butte vein is 5' wide on the 235' level, 10' thick on the 400', where it is mineralized, but non-commercial. The Boston vein is 18' wide on the 105' level, and 22' wide on the 400' and carries 5% copper ore with 10 oz. silver, but no ore has been mined. The Duluth vein is 5' wide where exposed by open cut work. When the metal market improves the mine is to be reopened, shaft deepened and stoping begun.

The Butte lands includes the Burke and Ballaklava claims, about 6½ acres adjoining Mountain Chief, Modoc and High Ore mines of the Anaconda Copper Co.

Claims form a narrow tract 1,860' long running with the veins on the northeastern slope of Butte hill. There are 4 veins, but one of which has so far been workable. This vein correlates with the Jessie, but complex geologic conditions led to a lawsuit with the Anaconda Co. who claimed ownership of rich orebody mined on the 800' level. This suit was settled by a division of the orebody.

The Ballaklava shaft is 1,625' deep, with a level at 1,800' driven on a winze. The mine is connected on the 800' level with the Modoc mine of the Anaconda, and on the 1,200' level with the West Colusa. This crosscut is used for drainage.

Company dormant and stock practically non-saleable, but mostly held by well to do people who can afford to wait for the turn of the tide.

SILVER CABLE MINING CO.**MONTANA**

Address: 116 East Cedar St., Missoula, Mont.

Officers: J. D. Corbett, pres.; J. W. Kennedy, v. p.; Carl C. Mott, sec.-treas., with H. E. Chaney, and W. J. Rhoades, directors.

Cap. \$1,250,000; \$1 par; assessable; 5 mills, payable March 24, 1923. Listed on Butte and Spokane Stock exchanges. Annual meeting, first Saturday in July. Shares 5c. bid, 1920.

On Nov. 30, 1919, company had \$355 on hand, having spent \$10,371 and received \$10,000 from assessment No. 13.

Property: 7 claims in east Coeur d'Alene district, over the Montana line, 5 miles from the Northern Pacific R. R.; part of the land lies in Idaho. Said to show an outcrop of from 500' to 700' high, proved for over 200' in length, and from 4' to 6' wide. Ore is said to average better than 15% zinc.

Development: by 1,500' tunnel, raises and drift in mill ore. Reported developing 1922-23, and is as yet a prospect.

SILVER DYKE MINING CO.**MONTANA**

Office: 55 Congress St., Boston, Mass. Mine address: H. I. Young, gen. mgt.; A. W. Koch, supt., Neihart, Mont.

Inc. 1921. Cap. \$1,000,000; 500,000 issued of which 344,412 (69%) is owned by American Zinc, L. & S. Co. Bond issue \$600,000, 5-year 7% dated June 1, 1923, granted by A. Z. L. & S. Co. and exchangeable for S. D. Mng. Co. stock at \$5 per share; \$51,000 retired, Jan., 1924 from sinking fund \$10,000 a month.

Property: 300 acres owned, 100 optioned, at Neihart, on which it has developed an orebody with an indicated tonnage of 900,000 tons, of which 500 tons in one block will average 6.73 oz. silver, 1.91% lead, 1.56% copper.

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THE MINES HANDBOOK, 1924

Company has a mill handling 400 to 475 tons per day, with total costs of mining and milling of \$2.50 per ton. Employs 80 men with an output of 400 tons daily, increased to 500 tons, 1924.

Company has over 6-year ore supply in sight and operations for last six months of 1923 fully justified report and estimates of C. O. Lindberg, cons. engr.

SILVER FISSURE MINING CO.**MONTANA**

Property: the Polaris mine, at Polaris P. O., Beaverhead county, operated by Silver Fissure Silver Mining Co. under lease, which see.

SILVER FISSURE SILVER MINING CO.**MONTANA**

Idle, 1922-23. Address: Seligman & Meyer, 61 Broadway, New York.

Officers: A. I. Seligman, pres.-treas.; J. Blanner, v. p.; D. J. Ferguson, sec., with J. F. Mercer and P. Mangone, directors. H. W. Chadwick, asst. sec.; Glenn Anderson, mgr., Butte, Mont.

Inc. in Delaware. Cap. \$1,000,000; par \$1; all issued. Annual meeting, first Monday in November. Bankers Trust Co., transfer agt.

Property: the Polaris mine, 6 patented claims, 150 acres, in Beaverhead county, owned by the Silver Fissure M. Co. Ore reserves, July 1918, reported as 69,620 tons containing 1,507,300 oz. silver and 1,300 oz. gold. A 50-ton mill, employing chloridizing-roasting and hyposulphite leaching was erected during 1918. Small shipments made in 1919. Property is a good one, but its operation is greatly hampered by its remote situation.

SILVER KING MINING CO.**MONTANA**

Address: H. E. Bauman, mgr., Townsend, Mont. Inc. 1919 in Idaho.

Property: the Jawbone, an old lead-copper-silver mine, in the Hassel district of Broadwater county, said to have produced \$100,000 up to 1919. Development under way from an 800' tunnel in 1919 and 1920. A mill was to be erected to treat the ore, said to be 2'-3' thick all along the tunnel. Probably idle. No recent information.

SILVER MOUNTAIN MINING CO.**MONTANA**

Mine address: Libby, Lincoln Co., Mont. Inc. in Washington. Constructing a power plant in conjunction with the New Victor Empire M. & M. Co. in 1923. No other information available.

SILVER PICK MINING CO.**MONTANA**

No longer operating. Former property, the Julia mine, now owned by C. L. Fredericks. See Vol. XV.

SILVER ROCK MINING CO.**MONTANA**

Address: Walter J. Clarke, 735 Wynewood Rd., Philadelphia, Pa.

Officers: Lionel C. Simpson, 816 Division St., Camden, N. J., pres.; Walter J. Clarke, sec.-treas. Inc. 1920. Cap. \$1,250,000.

Property: the Rock Island mine, 146 acres, 6 miles from Dehorgia, Mineral county. Ore carries silver, lead, and copper.

Development: by 900' of old workings, and a new 400' shaft. Reserves are given as 40,000 tons. In 1921, company purchased machinery and was prepared, it is said, to spend \$100,000 on development.

Production: several cars of ore averaged 16.6 oz. silver, 62.8% lead, and 1.6% copper.

SILVERSMITH MINING CO.**MONTANA**

Succeeds Amy & Silversmith Mng. Co.

Address: C. C. Swinborne, c/o Metals Bank, Butte, Mont. H. W. Place, sec.

Inc. 1919 in Montana. Cap. \$40,000; \$1 par; 36,516 issued.

and fractional interests in several

Property: th
6 veins, 2' to 5'
Development
Employs

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THE MINES
Property: a copper-gold
and producing up to 25 ton
TRELOAR ARSENIC
Office: 62 Hirt
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C. Br.
Inc.
April 1923.
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Company is a
first change (in 1916)
Banner & Bangle Mng.
stockholders of Snow
1,000,000 shares used to
perty for \$200,000. In
debts amounting to \$94
one new share for 16
for mine and paid off ex
shares and gave compa
In March 1923, co
Morning Mng. Co.
Property: (1) Ran
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and tractions, 4 miles S
and 7 mill sites, in Sh
by Snow Storm Mng.
volumes.

Ores of B. & B. ar
with lead predominat
Banner & Bangle
of 900'; No. 7, 2,800' i
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Production from 1

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tonne
to

COPY.

(Name of Corporation)

SILVER DYKE MINING
COMPANY

Cumberland

ss.

Registry of Deeds.

Received April 1, 1921.

at 5 h. 30m. P.M.

Recorded in Vol. 56 Page 325.

ATTEST:

A. Maude Carville Register's
Clerk

A true copy of record.

ATTEST:

A. Maude Carville Register's
Clerk

STATE OF MAINE.

Office of Secretary of State.

Augusta, April 2, 1921.

Received and filed this day.

ATTEST:

Frank W. Ball
Secretary of State.

Recorded in Vol. 98 Page 92.

State of Maine

OFFICE OF SECRETARY OF STATE.

I hereby certify that the foregoing is a true copy from the records of this office.

In Testimony Whereof, I have caused the seal of the State to be hereunto
affixed.

Given under my hand at Augusta, this thirty-first
day of December in the year of our Lord one thousand
nine hundred and twenty-one and in the one hundred
and forty-sixth year of the Independence of the United
States of America.

Edgar E. Ransom Deputy Secretary of State.



C E R T I F I C A T E.

THIS CERTIFIES that the Silver Dyke Mining Company is a corporation duly organized under the laws of the State of Maine. That it desires to do and transact business in the State of Montana under and in compliance with the laws thereof, and to that end it annexes hereto a duly authenticated copy of its Charter or Articles of Incorporation, and makes the following statement:

FIRST.

That the name of such corporation is the Silver Dyke Mining Company: That its principal office or place of business without the State of Montana is the City of Portland in the State of Maine, at Number 85 Exchange Street therein, and the location of its principal place of business or principal office within the State of Montana is the City of Great Falls, Montana.

SECOND.

That the amount of its capital stock is Five Hundred Thousand (\$500,000) Dollars.

THIRD.

That the amount of its capital stock actually paid in in money is nothing.

FOURTH.

That the amount of its capital stock paid in otherwise than in money is Four Hundred Twenty Four Thousand Nine Hundred Ninety Five (\$424,995) Dollars and such payment is made in properties and options.

FIFTH.

That the amount of the assets of said corporation is Four Hundred Twenty Four Thousand Nine Hundred Ninety Five (\$424,995) Dollars and consists of the following mining claims in Montana Unorganized mining district, Cascade County, Montana;

Emma, X Emma, Alice #1, Alice #2, Alice #3, Alice #4, Alice #5, Terrier, Octavia, Nonpareil, Sherman, Silver Dale and Theodore Roosevelt.

Notice of appropriation of water right for use on Sherman claim.

and the cash value thereof is the sum of Four Hundred Twenty Four Thousand Nine Hundred Ninety Five (\$424,995) Dollars as nearly as the value thereof can be ascertained in its, at present, undeveloped condition.

SIXTH.

That the liabilities of such corporation are none Dollars, and none Dollars thereof is secured upon the following described property:

SEVENTH.

It is further certified that the said corporation to all license and other laws of Montana relating to foreign corporations consents ^{and} to be sued in the Courts of the State of Montana upon all causes of action arising against said corporation in the State of Montana, and that service of process in such action may be made upon Ransom Cooper, a citizen of the State of Montana, whose place of residence is the city of Great Falls, in the County of Cascade, State of Montana, and service made upon such agent shall be valid service upon said corporation.

IN TESTIMONY WHEREOF: said corporation has caused its corporate name to be hereto subscribed and its corporate seal affixed by its President and Secretary, in that behalf duly authorized, by its Board of Directors, and this certificate attested by a majority of its Board of Directors, this 23rd day of February, A.D. 1922.

SILVER DYKE MINING COMPANY.

By

P. E. Boyle
President.

Attest

W. H. Russell
Secretary

Board of Directors:

P. E. Boyle
W. H. Russell
J. Freeman

Commonwealth of Massachusetts)

County of Suffolk)

ss

D.E.Coyle and E.C.Ramsdell, being first duly sworn each for himself and not one for the other, depose and say:

That they are the President and Secretary, respectively, of the Silver Dyke Mining Company, the corporation described in and which executed the foregoing instrument.

That the matters and things stated and alleged in the foregoing statement are true and correct as therein alleged, to the knowledge of affiants.

D.E. Coyle
E.C. Ramsdell

SUBSCRIBED and sworn to before me this 23rd

day of February, 1922.

George S. Seefried

Notary Public for the
Commonwealth of Massachusetts
Residing at Boston.

My commission exp. June 30 1927

STATE OF MONTANA }
COUNTY OF } ss

On this *tenth* day of *May*
A.D. 1922, before me *Eileen Lynch*

a notary public for the State of Montana, personally appeared
Ransom Cooper, known to me to be the person whose name is
subscribed to the foregoing instrument, and acknowledged to me
that he executed the same.

IN WITNESS WHEREOF: I have hereunto set my hand
and affixed my Notarial Seal the day and year in this certifi-
cate first above written.

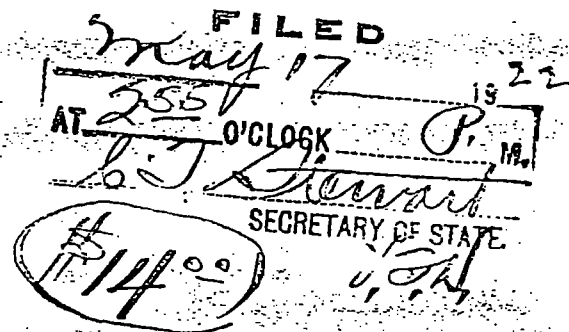
Eileen Lynch

Notary Public for the State of
Montana

Residing at *Great Falls, Mont*

My commissio expires: *Oct. 28, 1924*

9615
at ~~the~~ ^{the}
Statement
and?
Silver Dyke
Mining Company



Report Under Chapter 169, Laws of 1931, to Determine the Proportion of Capital Stock Employed Within the State of Montana

RECEIVED
FEB 27 1949

In accordance with the Provisions of Chapter 169, Laws of 1931, State of Montana:

Silver Dyke Mining Company

OFFICE OF THE

respectfully makes the following report for the purpose of determining the proportion of capital stock employed in the State of Montana, and for that purpose hereby declares as follows:

Home office 1600 Paul Brown Building
St. Louis 1, Missouri Montana office Helena, Montana
Incorporated under the laws of the State of Maine
Date incorporated April 2, 1921 Term Perpetual
Articles Filed in Montana May 17, 1922 194
1. Gross business within Montana for the year 19 \$
2. Full value of all company property within Montana for the year 19 \$
3. Total of items 1 and 2 \$
4. Gross business within and without Montana, year 19 \$
5. Full value of all company property within and without Montana for the year 19 \$
6. Total of items 4 and 5 \$
7. CAPITAL STOCK ISSUED:

 shares of Preferred, par value of \$ per share: \$
500,000 shares of Common, par value of \$ 1.00 per share: \$ 500,000.00
 shares of , par value of \$ per share: \$
Total \$ 500,000.00

Market
 shares of no par value at Book value per share
of \$ \$

Market
 shares of no par value at Book value per share
of \$ \$

Market
 shares of no par value at Book value per share
of \$ \$

Total \$

GRAND TOTAL, Section 7 \$ 500,000.00

8. Per cent capital stock employed in Montana, year 19

9. Amount of capital stock employed within Montana \$ 500,000.00

(Multiply Item 7 by Item 8)

(Office Notations — Do Not Use This Space.)	Fee due on Item 9	-	-	-	\$	<u>370</u>
	Nominal fee Form 13	-	-	-	\$	<u>1</u>
	Total	-	-	-	\$	<u>371</u>
	Less fee previously paid	-	-	-	\$	<u>310</u>
	Now due	-	-	-	\$	<u>61</u>

Note:—When per cent of capital stock employed in Montana is less than amount upon which filing fees have been paid the nominal charge of \$1.00 is required.

STATE OF Missouri
City St. Louis } ss.
~~County~~ of St. Louis

I, W. N. Payne, the undersigned (x)
(x) Secretary of the Silver Dyke Mining Company

on my oath do say, that the foregoing return has been prepared from the books, papers and records of the said company, that I have personally examined the same and declare that, to the best of my knowledge, information and belief, the same is a true and correct statement of the business and property of the said company for the period for which this return is made.

SILVER DYKE MINING COMPANY

(CORPORATE SEAL)

Secretary

Subscribed and sworn to before me this 21st day of February, 1949

Notary Public.

(OVER) My Commission expires February 16, 1949

(x) THIS FORM MUST BE SIGNED BY PRESIDENT, VICE PRESIDENT, OR SECRETARY,
WITH BALANCE SHEET ATTACHED.

in process of liquidation since 1928. There was very little business transacted during the year 1944, either within or without the State of Montana. Therefore, we elect to pay fee based upon the total capital stock outstanding, amounting to \$500,000.00. Consequently, figures called for in items 1 to 6, inclusive, are omitted.

STATE OF MAINE
Department of the Secretary of State
Bureau of Corporations, Elections and Commissions
State House Station #101, Augusta, Maine 04333
(207) 287-4190

DIVISION OF CORPORATIONS AND ELECTIONS

November 20, 1995

Mitchell Bernstein
Van Ness, Feldman
1050 Thomas Jefferson St., N.W.
Washington, DC 20007-3877

REQUEST FOR INFORMATION SUMMARY

In response to your recent inquiry, our records contain the following information regarding the filings(s) listed:

LEGAL NAME: Silver Dyke Mining Company

CHARTER #: Vol. 98 Pg. 92

OTHER NAME(S): (A=ASSUMED F=FORMER)

None

DATE FILED: 04/02/1921

JURISDICTION: Maine

FILING TYPE: Business Corporation

STATUS: Dissolved 4/8/1947

CLERK/REGISTERED AGENT:

H.P. Sweetser
Portland, ME

STATE OF MAINE.

CERTIFICATE OF ORGANIZATION OF A
CORPORATION UNDER THE GENERAL LAW.

The undersigned, officers of a corporation organized at Portland, Maine, at a meeting of the signers of the Articles of Agreement therefor, duly called and held at No. 85 Exchange Street, in the city of Portland, state of Maine, on Thursday, the 31st day of March A. D. 1921, hereby certify as follows:

The name of said corporation is

- SILVER ORE MINING COMPANY -

The purposes of said corporation are:

To carry on the business, and license others to carry on the business, of mining, quarrying, smelting, refining, dressing, amalgamating and preparing for market, silver, lead, copper, gold, and all sorts of ores, metals, mineral substances, and all substitutes for, manufactured products and by-products of the same; manufacturing said silver, lead, copper, gold, and other ores, metals, mineral substances, and all substitutes for, manufactured products and by-products of the same, into all sorts of merchantable forms, articles and things; producing, buying, selling and dealing in, such ores, metals, mineral substances, and all substitutes for, manufactured products and by-products of the same; and to carry on said business in any part of the world where this company may operate;

To acquire, own and develop, coal and oil lands and properties, and to construct, own and operate, all plant or machinery in connection therewith for the operation of said properties, or for the conversion or distribution of the products thereof;

To explore, acquire, own and dispose of, develop, operate, and turn to account, forest and timber lands, farming, agricultural, grazing or plantation lands, or properties; to treat and manufacture the products of said lands into merchantable forms, articles and things, and to buy, sell, and otherwise deal in, the products and by-products of all such business;

To purchase and otherwise acquire, own, hold, lease, sell, convey or otherwise dispose of rights to the use of streams and other bodies of water, for floating, transporting, moving, storing and otherwise handling logs, timber, lumber, and other things, products and minerals used in or about the business of the company.

To purchase, lease or acquire, by license, concession,

grant or otherwise, develop, manage, operate and turn to account, any lands, mines, mineral rights, buildings, easements, rights and privileges, machinery, plants and other effects whatsoever which this company may from time to time think proper to be acquired for any of its purposes;

To acquire by purchase, lease, concession, grant or otherwise, and hold, manage, control, develop, operate, sell, and dispose of, water rights, water power, privileges and appropriations for mining, milling, smelting and refining purposes, and for irrigation, agricultural, manufacturing and other uses and purposes; and to construct, acquire, own and operate, and dispose of, plants for utilizing and turning to account said water rights and water power, and for producing, generating and distributing, electrical and other power, and steam, electricity and gas, for heating, lighting and other purposes; and to construct, manage, operate and control, and to aid in the construction of, roads, ways, railroads, railways or tramways, bridges, reservoirs, water-courses, aqueducts, and similar works necessary for or incidental to any of the company's purposes, and to contribute to, subsidize or otherwise aid or take part in, any such works or operations; and to construct, aid in the construction of and operate telegraph and telephone lines; PROVIDED that this company shall not engage in the construction and operation of railroads or railways, or aid in the construction thereof, or carry on the business of a telegraph or telephone company, of a gas or electric or water or power company, within the State of Maine, but said business of the construction and operation of railroads, or aiding in the construction thereof, and said telegraph and telephone, gas, electrical, water or power business, shall be carried on in states and jurisdictions other than the State of Maine, but only in states and jurisdictions when and where permissible under the laws thereof;

To develop and turn to account, any lands that the company may own, for building, or other purposes, and to erect, construct, own, operate and manage, lease and dispose of, dwelling-houses, boarding-houses, stores, offices, warehouses, terminal facilities and similar property;

To engage in and carry on a general stores and mercantile and supply business, for dealing in provisions, materials, supplies and equipment of all sorts;

To acquire, own and dispose of, mortgage and convey, any and all property, within or without the State of Maine, real or personal, necessary for or incidental to the purposes of this company, including patents, patent rights, and rights and property of a similar nature, and stocks, bonds and evidences of indebtedness of other corporations formed for purposes similar to, or in any way auxiliary to, the purposes herein contained;

To issue any and all bonds necessary to the business of the corporation, and to secure the same by mortgage, deed of trust or any other form of conveyance; and to do any and all things incidental to, or convenient for, the prosecution of the purposes herein contained, or any of them, and not inconsistent with the laws of the State of Maine.

The amount of the capital stock is
five hundred thousand dollars (\$500,000)

The amount of the common stock is
five hundred thousand dollars (\$500,000)

The amount of capital stock already paid in is Nothing

The par value of the shares is
one dollar (\$1.00) each.

The names and residences of the owners of said shares
are as follows:

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NAMES	RESIDENCES	NO. OF SHARES COMMON
-----	-----	-----
E.C.Ramsdell	Westboro, Mass.	One
P.E.Coyle	Brookline, Mass.	One
T.F.Sullivan	Melrose, Mass.	One
H.P.Sweetser	Portland, Me.	One
M.G.Connellan	Portland, Me.	One

Leaving in the treasury, unsubscribed for, 499,995
shares.

Said corporation is located at Portland in the
county of Cumberland.

The number of directors is five, and their names are:
E.C.Ramsdell, P.E.Coyle, T.F.Sullivan, H.P.Sweetser, M.G.Con-
nellan.

The name of the Clerk is H.P.Sweetser
and his residence is Portland, Maine.

The undersigned H.P.Sweetser is President;
The undersigned T.F.Sullivan is Treasurer; and
the undersigned H.P.Sweetser, T.F.Sullivan and
M.G.Connellan-----

are a majority of the directors of said corporation.
WITNESS our hands this 31st day of March
A. D. 1921.

H.P.Sweetser President.
T.F.Sullivan Treasurer.

T.F.Sullivan)
H.P.Sweetser) Directors.
M.G.Connellan

STATE OF MAINE.

Cumberland ss: Portland, Mar. 31, 1921.

Then personally appeared H.P.Sweetser, T.F.Sullivan and
M.G.Connellan - and severally made oath to the foregoing
certificate that the same is true.

Before me,
(Sgd) Melville W. Kent
Justice of the Peace
~~Notary Public~~

STATE OF MAINE,

ATTORNEY-GENERAL'S OFFICE. April 1 1921.

I hereby certify that I have examined the foregoing
certificate, and the same is properly drawn and signed, and
is conformable to the constitution and laws of the state.

Fred F. Lawrence
Deputy Attorney-General.

Cumberland ss: Registry of Deeds.

Received April 1, 1921, at 5h 30 m. P.M.
Recorded in Vol. 56, page 325

Attest: *W. Mander Carroll*
Register's Clerk

ATTEST:
W. Mander Carroll
Register's Clerk

STATE OF MAINE

OFFICE OF SECRETARY OF STATE.

Augusta, April 2 1921.

A copy of the record of the within certificate of organization duly certified by the Register of Deeds of Cumberland county has this day been received and filed in this office.

Recorded in Vol. 78 . page 92 , of Records of Corporations.

ATTEST:



Secretary of State.

Silver Dyke Mining
Company.

STATE OF MAINE

Office of Secretary of State

Augusta April 2, 1921.

Received and filed this day.

ATTEST:

Frank W. Hall

SECRETARY OF STATE

Recorded Vol. 98 Page 92.

STATE OF MAINE

CUMBERLAND, ss.

Portland, Maine, April 12, 1933

TO THE SECRETARY OF STATE OF THE STATE OF MAINE:

The SILVER DYKE MINING COMPANY, a corporation duly organized and existing under the laws of the State of Maine, by its Clerk duly authorized, hereby certifies that at a meeting of its stockholders duly called and held on the twelfth day of April, 1933, the number of directors of said corporation was changed from five to three. To effect said change in the number of Directors, the following votes were passed:

"VOTED: That it is the finding and it is hereby declared to be the finding of the stockholders that the number of directors of the corporation as at present authorized, to wit, five Directors, is inconvenient for the transaction of its business, and that it is necessary for the convenient transaction of the business of the corporation that the number of its directors be changed to three directors."

"VOTED: That the number of directors of this corporation as at present authorized, to wit, five Directors, be changed so that the authorized number of directors of this corporation shall be three directors."

"VOTED: That the Clerk of the Corporation be, and he hereby is, authorized for and in behalf of the corporation and in its name to file a certificate of the change in the number of directors, as aforesaid, with the Secretary of State of the State of Maine, in accordance with the laws of Maine."

In each of the foregoing votes, action was taken by stock vote, 369,936 shares being voted in the affirmative and no shares being voted in the negative; said 369,936 shares constituting a majority of the stock issued, and being all the shares represented at the meeting.

SILVER DYKE MINING COMPANY

By



Its Clerk

STATE OF MAINE

Portland, Maine, April 18, 1933

GUANO, ME.

TO THE SECRETARY OF STATE OF THE STATE OF MAINE:

The SILVER DYKE MINING COMPANY, a corporation duly organized

and existing under the laws of the State of Maine, by its duly

authorized, hereby certifies that at a meeting of its

board of directors held on the eighth day of April, 1933,

the number of directors of said corporation was changed from

three to five. To effect said change in the number of

directors, the following votes were cast:

"VOTED: That it is the finding and decision of the board

of directors of the Silver Dyke Mining Company that the number

of directors of said corporation be changed from three to five

and that it is necessary for the corporation to take such

action as may be necessary to carry out the foregoing and

that the number of directors of this corporation shall be

five. The number of directors of this corporation is hereby

changed from three to five. The number of directors of this

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SILVER DYKE MINING COMPANY

Deputy Secretary

CERTIFICATE OF CHANGE IN
NUMBER OF DIRECTORS

98-92

STATE OF MAINE

Office of the Secretary of State

Recorded and Filed

April 18, 1933

Notary Public

SECRETARY OF STATE

Recorded Vol. 20 Page 398

SILVER DYKE MINING COMPANY

in the office

STATE OF MAINE

Office of Attorney General

Augusta, Maine, June 11, 1946

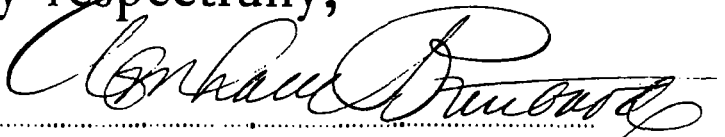
To the Secretary of State of Maine.

I, ^{Abraham Breithard}~~Frank A. Harrington~~, Deputy Attorney-General of Maine, hereby certify that I have received satisfactory proof that the

SILVER DYKE MINING COMPANY

a corporation organized under the laws of the State of Maine, has ceased to transact business, and is therefore, under Chap. 56, Sec. 42, R. S. of Maine, excused from filing annual returns with Secretary of State, as now required by law, so long as its franchises remain unused.

Yours very respectfully,

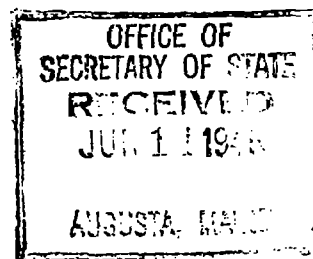


Deputy Attorney-General

✓
Silver Dyke Mining Company

Excused June 11, 1946

98 92



STATE OF MAINE

COUNTY OF CUMBERLAND, ss.

SUPREME JUDICIAL COURT
IN EQUITY

-----:
W. N. PAYNE :
Complainant :
vs. :
SILVER DYKE MINING COMPANY :
Respondent :
-----:

DECREE

This cause came on to be heard this day, and upon consideration of the matter presented at the hearing, it is ORDERED, ADJUDGED AND DECREED, as follows, viz:

That the respondent corporation known as SILVER DYKE MINING COMPANY be and hereby is dissolved as and from the date of this decree. It appearing that there are no assets or liabilities, no Trustee or Receiver is appointed.

Guy H. Sturgis

Chief Justice, Supreme Judicial Court

Dated this 8th day of April, 1947

Seen and agreed to:

Kenneth Baird

Solicitor for Complainant

H. P. Sweetser

Solicitor for Respondent Corporation

A true copy.

Attest:

Liuwood H. H. H. H.
Clerk of said Supreme Judicial Court.

✓
W. N. Payne

vs.

Silver Dyke Mining Company

~~XXXXXXXXXX~~

Dissolved Apr. 8, 1947

98--92

STATE OF MAINE

Office of Secretary of State

August 10, 1947

Received and filed this day

ATTEST:

Paul A. MacDonald
Deputy Secretary of State

Recorded Vol. 8 Page 225

STATE OF MAINE
Department of the Secretary of State
Bureau of Corporations, Elections and Commissions
State House Station #101, Augusta, Maine 04333
(207) 287-4190

DIVISION OF CORPORATIONS AND ELECTIONS

November 20, 1995

Mitchell Bernstein
Van Ness, Feldman
1050 Thomas Jefferson St., N.W.
Washington, DC 20007-3877

REQUEST FOR INFORMATION SUMMARY

In response to your recent inquiry, our records contain the following information regarding the filings(s) listed:

LEGAL NAME: American Zinc Company of Illinois **CHARTER #:** Vol. 76 Pg. 41

OTHER NAME(S): (A=ASSUMED F=FORMER)

None

DATE FILED: 08/15/1911

JURISDICTION: Maine

FILING TYPE: Business Corporation

STATUS: Merged effective 12/31/1966

CLERK/REGISTERED AGENT:

H.P. Sweetser
Portland, ME

State of Maine.

Certificate of Organization of a Corporation under the General Law.

The undersigned, officers of a corporation organized at Portland, Maine,

at a meeting of the signers of the articles of agreement therefor, duly called and held at No. 95 Exchange Street in th

in the City of Portland, State of Maine,

on Thursday the tenth day of August, A. D. 1911

hereby certify as follows:

The name of said corporation is- AMERICAN ZINC COMPANY OF ILLINOIS-

The purposes of said corporation are To carry on the business, and license others to carry on the business, of mining, quarrying, smelting, refining, dressing, amalgamating and preparing for market, zinc, lead, iron, and all sorts of ores, metals, mineral substances, stone, and all substitutes for, manufactured products and by-products of the same; manufacturing said zinc, lead, iron and other ores, metals, mineral substances, stone, and all substitutes for, manufactured products and by-products of the same, into all sorts of merchantable forms, articles and things; and producing, buying, selling and dealing in, such ores, metals, mineral substances, stone, and all substitutes for, manufactured products and by-products of the same; and to carry on said business in any part of the world where this company may operate; To acquire coal, oil and gas properties, and rights or interests in any of said properties; to develop, operate and turn to account any such properties, rights or interests, and to deal in and turn to account the products and by-products of such properties, rights or interests; To purchase, lease or acquire, by license, concession, grant or otherwise, any lands, mines, mineral rights, water rights, buildings, easements, rights and privileges, machinery, plants and other effects whatsoever, which this company may from time to time think proper to be acquired for any of its purposes; to search for ores and minerals, and grant licenses for mining in or over any lands which may be acquired by the company; to sell or otherwise dispose of the lands, mines and all other property of the company; to manufacture, sell and deal in, drills, derricks, mill mining and building implements, tools, machinery, and materials of every description; To acquire, own and dispose of, mortgage and convey, any and all property, within or without the state of Maine, real or personal, necessary for or incidental to the purposes of this company, including patents, patent rights, and rights and property of a similar nature; To issue any and all bonds necessary to the business of the corporation, and to secure the same by mortgage, deed of trust or any other form of conveyance; and to do any and all things incidental to or convenient for the prosecution of the purposes herein contained, or any of them and not inconsistent with the laws of the State of Maine.

Said corporation is located at Portland, in the County of Cumberland.

The number of directors is five, and their names are : S. E. Farwell, P. E. Coyle, F. W. Batchelder, H. P. Sweetser and C. A. Hight.

the name of the clerk is Harry P. Sweetser and his residence is Portland, Maine.

The undersigned, C. A. Hight is president; the undersigned, H. P. Sweetser is treasurer; and the undersigned

C. A. Hight, P. E. Coyle and H. P. Sweetser,

are a majority of the directors of said corporation.

Witness our hands this tenth, day of August, A. D. 1911
C. A. Hight President.
H. P. Sweetser Treasurer.

C. A. Hight
P. E. Coyle
H. P. Sweetser
} Directors.

State of Maine.

Cumberland, ss. Portland, August 10, A. D. 1911

Then personally appeared C. A. Hight, P. E. Coyle and H. P. Sweetser,

and severally made oath to the foregoing certificate, that the same is true.

Before me,

Harry L. Cram. Justice of the Peace.

STATE OF MAINE.

Attorney General's Office, Aug. 12, A. D. 1911

I hereby certify that I have examined the foregoing certificate, and the same is properly drawn and signed, and is conformable to the constitution and laws of the State.

W. R. Pattangall. Attorney General

COPY.

(Name of Corporation).

.....AMERICAN ZINC COMPANY.....

.....OF ILLINOIS.....

.....Cumberland,.....ss.

Registry of Deeds.

Received August 14,.....1911.

at 9 h. - m. A. M.

Recorded in Vol. 45 Page 81

ATTEST:

.....Frank L. Clark..... Register.

A true copy of record.

ATTEST:

.......... Register.

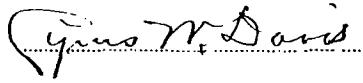
STATE OF MAINE.

Office of Secretary of State.

AUGUSTA, Aug 15 1911.

Received and filed this day.

ATTEST:

.......... Secretary of State.

Recorded in Vol. 76 Page 41

STATE OF MAINE.

Cumberland, ss.

Portland, Aug. 19th, 1913.

To the Honorable Secretary of State for the
State of Maine:

This is to certify that at the regular annual meeting of the stockholders of the American Zinc Company of Illinois, duly called therefor and legally held at the office of the Company, No. 85 Exchange Street, Portland, Maine, on Tuesday the nineteenth day of August, A. D. 1913, the number of directors of said corporation was increased from five to seven. To effect said increase in the number of directors, the following action was taken:

VOTED: That it is the finding and it is hereby declared to be the finding of the stockholders of this corporation that the present number of Directors, to wit, five directors is inconvenient for the transaction of the company's business, and that the convenient transaction of the company's business requires that the number of directors be increased to seven.

VOTED: That the number of Directors of this corporation be and it hereby is increased from five to seven.

VOTED: To amend Article II of the By-Laws relative to Officers of the Corporation and Their Election", by striking out the word "five" in the second line of the first paragraph thereof and inserting in its place the word "seven" so that said paragraph after such amendment shall read as follows:

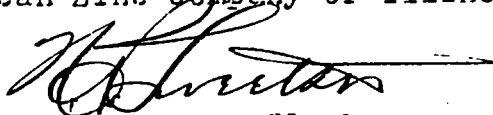
"The officers of the corporation shall consist of a Board of seven Directors, a President, a Vice-President, a Treasurer, a Clerk and a Secretary, and such other officers as may from time to time be appointed or elected by the Board of Directors. Each Director, the President and the Vice-President shall at all times be the bona fide holder of at least one share of the capital stock of the corporation. The other officers need not be stockholders."

VOTED: That the Clerk of this corporation, H. P. Sweetser, be and he hereby is, authorized and instructed to give notice to the Secretary of State of the State of Maine for and in behalf of the corporation of the increase in the number of Directors, and he is further authorized to file with the Secretary of State such certificate of said change as he shall be advised is necessary for the protection of the corporation in the premises.

In each of the foregoing votes, action was taken by a stock vote, whereupon it appeared in the case of each vote that 5 shares of stock, to wit, all the capital stock issued and outstanding, was voted in the affirmative.

American Zinc Company of Illinois.

By



Clerk.

✓
American Zinc Company

of Illinois.

No. of Directors Increased.

STATE OF MAINE.

OFFICE OF SECRETARY OF STATE,

Augusta, Aug. 27, 1913

Received and filed this day

ATTEST:

J. H. Alexander
Secretary of State.

Recorded Vol. 10 Page 185

STATE OF MAINE

Cumberland, ss.

Portland, August 15, 1933.

To the Honorable Secretary of State for the
State of Maine;

This is to certify that at the regular annual meeting of the stockholders of the American Zinc Company of Illinois, duly called therefor and legally held at the office of the Company, No. 85 Exchange Street, Portland, Maine, on Tuesday the fifteenth day of August, A. D. 1933, the number of directors of said corporation was decreased from seven to three. To effect said decrease in the number of directors, the following action was taken:

VOTED: That the number of directors of this corporation be and hereby is decreased from seven to three.

VOTED: To amend Article II of the By-Laws relative to "Officers of the Corporation and their Election" by striking out the word "seven" in the second line of the first paragraph thereof and inserting in its place the word "three" so that said paragraph after such amendment shall read as follows:

"The officers of the corporation shall consist of a Board of three Directors, a President, a Vice-President, a Treasurer, a Clerk and a Secretary, and such other officers as may from time to time be appointed or elected by the Board of Directors. Each Director, the President and the Vice-President shall at all times be the bona fide holder of at least one share of the capital stock of the corporation. The other officers need not be stockholders."

VOTED: That the Clerk of the Corporation, H. P. Sweetser, be and he hereby is authorized and instructed to give notice to the Secretary of State of the State of Maine for and in behalf of the Corporation of the decrease in the number of Directors, and he is further authorized to file with the Secretary of State such certificate of said change as he shall be advised is necessary for the protection of the Corporation in the premises.

In each of the foregoing votes, action was taken by a stock vote, whereupon it appeared in the case of each vote that seven shares of stock, to wit, all the capital stock issued and outstanding, was voted in the affirmative.

American Zinc Company of Illinois.

By

H. P. Sweetser

Clerk.

American Zinc Company of
Illinois.

Decrease in Directors.

Portland, August 15, 1933.

76-41

STATE OF ILLINOIS

State of Illinois.

Ill., sv.

Office of Secretary of State

Aug 17 1933

August 17, 1933
Received and filed this day.

ATTEST:

Ruth S. Bradford
Deputy SECRETARY OF STATE

Recorded Vol. 20 Page 457

This is to certify that at the regular annual meeting of the American Zinc Company of Illinois, duly called and legally held at the office of the company, No. 65 Exchange Street, Portland, Maine, on Tuesday the fifteenth day of August, A. D. 1933, the number of directors of said corporation was decreased from seven to three. To effect said decrease in the number of directors, the following action was taken:

Voted: That the number of directors of this corporation be and hereby is decreased from seven to three.

Where: To amend Article II of the By-Laws relative to "Officers of the corporation and their election" by striking out the word "seven" in the second line of the first paragraph thereof and inserting in its place the word "three" so that said paragraph after such amendment shall read as follows:

"The officers of the corporation shall consist of a Board of three directors, a President, a Vice-President, Treasurer, a Clerk and a Secretary, and such other officers as may from time to time be appointed or elected by the Board of Directors. Each director, the President and the Vice-President shall at all times be the bona fide holder of at least one share of the capital stock of the corporation. The other officers need not be stockholders."

Where: That the Clerk of the Corporation, E. F. Sweetser, be and he hereby is authorized and instructed to give notice to the Secretary of State of the State of Maine for and in behalf of the corporation of the decrease in the number of directors, and he is further authorized to file with the Secretary of State such certificate of said change as he shall be advised in respect to the protection of the corporation in the premises. In each of the foregoing votes, action was taken by a stock vote, whereupon it appeared in the case of each vote that seven shares of stock, to wit, all the capital stock issued and outstanding, was voted in the affirmative.

American Zinc Company of Illinois.

[Signature]
Clerk.

CERTIFICATE OF CHANGE OF PURPOSES

TO: THE HONORABLE SECRETARY OF STATE OF THE STATE OF MAINE:

That American Zinc Company of Illinois, a corporation organized under the General Laws of the State of Maine, hereby certifies that on the 24th day of July, A.D., 1963, at the Annual Meeting of Stockholders of said Company, duly called and held at Portland, Maine, the Statement of Purposes, as set forth in the Certificate of Incorporation was amended to permit the company to broaden its fields of endeavor, said amendment being evidenced by the following Preamble and Votes:

"WHEREAS, the Purposes for which this Company was organized are deemed inadequate to authorize the company to engage in the various activities contemplated by this company in the near future; and

WHEREAS, it is deemed desirable to amend the Certificate of Incorporation to broaden the Statement of Purposes contained therein so as to permit the company to engage in fields other than those set forth in its Certificate of Organization,

NOW, THEREFORE, on motion, duly made and seconded, it was VOTED: To amend the Statement of Purposes for which this company was organized by striking out the five Paragraphs presently comprising the company's Charter, as set forth in its Certificate of Incorporation, and concurrently inserting in lieu thereof and in substitution therefor new Paragraphs (1) through (4) to be and read as follows:

- (1) To carry on all or any of the businesses, and license others to carry on all or any of the businesses, of purchasing, acquiring, producing, quarrying, dredging, excavating, crushing,

mining, smelting, refining, dressing, amalgamating, processing, and preparing for market, all sorts of ores, concentrates, metals, mineral substances, stone, chemicals of every kind and description, gravel, rock, clay, cement, concrete, ready-mixed concrete, and concrete products of all kinds, lime, plasters, whiting, coal, coke, fuel, artificial stone, and fertilizers, and of manufacturing any and all of said materials and by-products thereof, into all sorts of merchantable forms, articles and things; and generally to do any and all things incidental thereto or necessary or convenient to be done in connection with the matters and things aforesaid or any of them.

(2) To manufacture, purchase, construct, assemble, charter, lease from others, own, sell, mortgage, exchange, lease to others, and to operate material, equipment, machinery, appliances, vehicles of all kinds, boats, barges and personal property of every kind and nature whatsoever, used or to be used, necessary for or incidental to the purposes of this company, including patents, patent rights, copyrights, and rights and property of a similar nature; to acquire, own, lease from others and dispose of, lease to others, mortgage and convey, any and all property or rights in property, within or without the State of Maine, real or personal, necessary for or incidental to the purposes of this company, or any of them, and to issue from time to time, when and as may be convenient for the accomplishment of the purposes of the company, or any of them, stocks, bonds, notes and other securities, or obligations of the company, and if deemed advisable to secure the same by mortgage or deed of trust of any or all of the property of the company, real or personal, or otherwise; and to borrow money when deemed advisable for the accomplishment of the purposes of the company, or any of them.

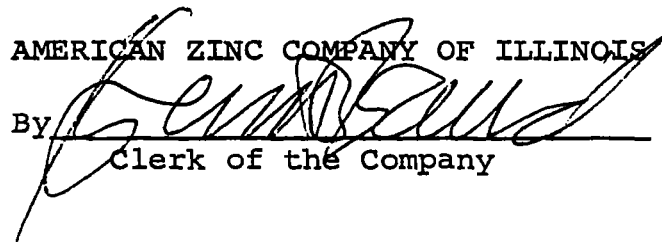
(3) To acquire and undertake the whole or any part of the business, property, assets and liabilities of any person, firm or corporation, or association carrying on any business similar or related to any business which this corporation is authorized to carry on, and when such business or property is acquired to operate same as a part of the business of this company or separately; and to authorize any person, firm or corporation to carry on any business which this company is authorized to carry on, for and in behalf of this company; and to do any or all of the things authorized herein, or any part thereof, as principals, agents, factors, brokers, contractors, or otherwise, and by or through agents or otherwise, and either alone or in conjunction with others.

(4) To undertake, do, engage in, transact, and carry on any and all kinds of manufacturing, mechanical, mercantile, trading, contracting, advertising, logging, lumbering, mining, quarrying, and any and all other kinds of business incidental, ancillary, related, pertaining, necessary or proper to or connected with any one or all of the purposes and kinds of business herein authorized; but this corporation shall not do any kind of banking or insurance business or that of a corporation intended to derive profit from the loan of money, except as a reasonable incident to the transaction of other corporate business or where necessary to prevent corporate funds from being unproductive.

In the foregoing Vote, action was taken by a stock vote, whereupon, it appeared that 10,000 shares, being all the issued and outstanding stock of the company, voted in the affirmative and no shares voted in the negative.

On motion, duly made and seconded, it was unanimously
VOTED: That the Clerk of the company be, and he hereby is
authorized to prepare a Certificate setting forth the
changes in the Statement of Purposes of the company, as
set forth in the preceding Vote, and after same has been
approved by the Attorney General for the State of Maine,
as required by law, to file said Certificate with the
Secretary of State of the State of Maine."

Dated at Portland, Maine, this 25th day of July, 1963.

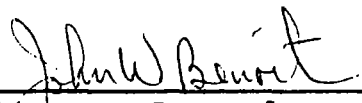
AMERICAN ZINC COMPANY OF ILLINOIS
By 
Clerk of the Company

STATE OF MAINE

Attorney General's Office

August 2, 1963

I hereby certify that I have examined the foregoing Certificate,
the same is properly drawn and signed, and is conformable to
the constitution and laws of the State, and I am satisfied that
such changes are made in good faith and not for the purpose of
avoiding payment of fees or taxes to the State.

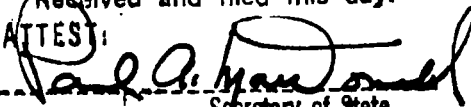

Assistant Attorney General

STATE OF MAINE
Office of Secretary of State

Augusta, August 7, 1963.

Received and filed this day.

ATTEST:


Secretary of State

Recorded in Vol. 46 Page 300-303

CERTIFICATE

I, Kenneth Baird, Clerk of American Zinc Company of Illinois, hereby certify that at a meeting of the stockholders of said company, duly called and held at Portland, Maine, on the 22nd day of July, 1964, the following votes were unanimously adopted:

"VOTED: To amend Section 1, Article IV of the By-laws by deleting the word 'three' in the second line thereof and substituting therefor the word 'five' so that Section 1, Article IV of the By-laws, as amended, will read as follows:

"Section 1. Number and Qualifications. The business and affairs of the Corporation shall be managed by a board of five directors. Directors shall be chosen from among the shareholders except that a shareholder of another corporation holding shares of this Corporation having voting rights, may be chosen as a director."

"VOTED: That the Clerk of this Corporation be, and he hereby is, authorized and directed to file with the Secretary of State for the State of Maine a Certificate setting forth the change from three directors to five directors, which action was taken in the preceding vote."

Dated at Portland, Maine, this 4th day of August, 1964.



Clerk

STATE OF MAINE
OFFICE OF SECRETARY OF STATE

Augusta, Aug. 6, 1964

Received and filed this day.

ATTEST:

Paul J. Marshall
SECRETARY OF STATE

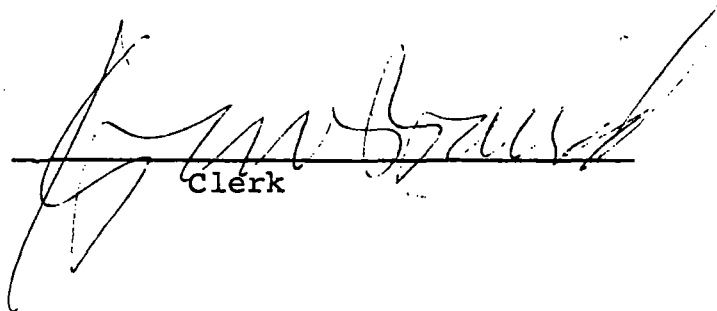
Section 1, Article IV of the By-laws, as amended, will read as follows:

"Section 1. Number and Qualifications. The business and affairs of the Corporation shall be managed by a board of five directors. Directors need not be shareholders."

"VOTED: That the Clerk of this Corporation be, and he hereby is, authorized and directed to file with the Secretary of State of the State of Maine a Certificate setting forth the change from three directors to five directors, which action was taken in the preceding vote."

Dated at Portland, Maine, this 21st day of September,

1964.


Clerk

American Zinc Company of Illinois
Amendment to change in number of
directors.

Vol. 76 Page 41

Notary Public for the State of Illinois
My commission expires on the 1st day of January, 1965.
I hereby certify that the foregoing is a true and correct copy of the original as the same appears in the records of the Secretary of State of Illinois.
In testimony whereof, I have hereunto set my hand and the seal of the State of Illinois at Springfield, Illinois, this 1st day of October, 1964.

NOTARY PUBLIC
STATE OF ILLINOIS

STATE OF MAINE
OFFICE OF SECRETARY OF STATE
August 6, Oct. 6, 1964

Attested and filed this day,
ATTEST:

Joseph V. Edgar
Deputy Secretary of State
Filed Vol. 48 Page 459-461

AGREEMENT OF CONSOLIDATION AND MERGER

Agreement made this 10th day of August, 1966.

by and between

AMERICAN ZINC, LEAD AND SMELTING COMPANY,
a Maine corporation (hereinafter called the
"Surviving Corporation")

and

AMERICAN ZINC COMPANY OF TENNESSEE
AMERICAN ZINC COMPANY OF ILLINOIS
AMERICAN ZINC COMPANY OF OKLAHOMA
AMERICAN ZINC OXIDE COMPANY
AMERICAN LIMESTONE COMPANY

all Maine corporations (hereinafter collectively called the "Merging Corporations")

The Surviving Corporation owns all of the outstanding stock of each of the Merging Corporations and such corporations are desirous of simplifying their business procedures, bookkeeping and administrative structure and of eliminating duplicative functions.

For and in consideration of the premises and the mutual covenants herein contained, the parties hereby agree as follows:

I. The Merging Corporations shall merge into and consolidate with the Surviving Corporation and upon the effective date of such merger and consolidation, as hereinafter specified, the Merging Corporations shall cease to exist and shall no longer exercise their powers, privileges and franchises subject to the laws of the State of Maine, their state of incorporation. The Surviving Corporation shall succeed to the property and assets of and exercise all the powers, privileges and franchises of the Merging Corporations

and shall assume and be liable for all of the debts and liabilities, if any, of the Merging Corporations.

II. This Agreement shall be submitted to the vote of the stockholders of each of said corporations as provided by law, and subject to the approval of such stockholders, shall be and become effective as of midnight, December 31, 1966.

III. The number of shares of the Merging and Surviving Corporations issued and outstanding are as follows:

American Zinc, Lead and Smelting Company	1,370,934
American Zinc Company of Tennessee	2,000
American Zinc Company of Illinois	10,000
American Zinc Company of Oklahoma	2,000
American Zinc Oxide Company	5,000
American Limestone Company	1,000

The shares of the Merging Corporations shall not be converted into shares of the Surviving Corporation, but shall be cancelled and the authorized capital stock of the Surviving Corporation shall not be changed, but shall be and remain the same as before the merger and consolidation.

IV. The state of incorporation of the Surviving Corporation shall be and remain the State of Maine.

V. The officers and directors of the Surviving Corporation shall be the same officers and directors in office as of December 31, 1966.

VI. The name of the Surviving Corporation, upon the effective date of such merger and consolidation, shall be "AMERICAN ZINC COMPANY".

VII. All provisions of the existing certificate of

organization of the Surviving Corporation, except for the change in name as herein provided for, on file with the Secretary of State of Maine, shall constitute the certificate of organization of the Surviving Corporation.

VIII. All of the Merging Corporations and the Surviving Corporation shall take, or cause to be taken, all action, or do or cause to be done, all things necessary, proper or advisable under the laws of the State of Maine, to consummate and make effective the merger and consolidation, subject, however, to the appropriate vote of the stockholders of each of the said corporations as provided by law.

This Agreement has been duly authorized by the respective Boards of Directors of the Surviving Corporation (in accordance with the laws of the State of Maine) and of the Merging Corporations (in accordance with the laws of the State of Maine) and is signed and sealed by the duly authorized officers of each such corporation a party hereto as of the day and year first above written.

AMERICAN ZINC, LEAD AND SMELTING COMPANY

By Raymond
CHAIRMAN OF THE BOARD

AMERICAN ZINC COMPANY OF TENNESSEE

By Raymond
CHAIRMAN OF THE BOARD

AMERICAN ZINC COMPANY OF ILLINOIS

By Raymond
CHAIRMAN OF THE BOARD

ATTEST:

Ralph C. Perkins

SECRETARY

ATTEST:

Ralph C. Perkins

SECRETARY

ATTEST:

Ralph C. Perkins

SECRETARY

AMERICAN ZINC COMPANY OF OKLAHOMA

ATTEST:

Ralph Q Perkins
SECRETARY

By Raymond
CHAIRMAN OF THE BOARD
AMERICAN ZINC OXIDE COMPANY

ATTEST:

Ralph Q Perkins
SECRETARY

By Raymond
CHAIRMAN OF THE BOARD
AMERICAN LIMESTONE COMPANY

ATTEST:

Ralph Q Perkins
SECRETARY

By Howard L. Young
CHAIRMAN OF THE BOARD

STATE OF MISSOURI)) SS
CITY OF ST. LOUIS)

August 10, 1966

Then personally appeared the above-named R. A. Young, Chairman of the Board of AMERICAN ZINC, LEAD AND SMELTING COMPANY, and acknowledged the foregoing instrument to be his free act and deed in his said capacity and the free act and deed of said corporation.

Before me,

Lorothy H. Chipp
Notary Public
1970

My Commission expires February 2, 1970.

Appointed and Commissioned for City of St. Louis,
which adjoins County of St. Louis, Missouri.

-ooo-

STATE OF MISSOURI)
) SS
CITY OF ST. LOUIS)

August 10, 1966

Then personally appeared the above-named R. A. Young, Chairman of the Board of AMERICAN ZINC COMPANY OF TENNESSEE, and acknowledged the foregoing instrument to be his free act and deed in his said capacity and the free act and deed of said corporation.

Before me,

Norothy St. Chipp
Notary Public
1970.

My Commission expires February 2, 1970.

Appointed and Commissioned for City of St. Louis,
which adjoins County of St. Louis, Missouri.

- o o o -

STATE OF MISSOURI)
) SS
CITY OF ST. LOUIS)

August 10, 1966

Then personally appeared the above-named R. A. Young, Chairman of the Board of AMERICAN ZINC COMPANY OF ILLINOIS, and acknowledged the foregoing instrument to be his free act and deed in his said capacity and the free act and deed of said corporation.

Before me,

Lorothy H. Chipp
Notary Public

My Commission expires February 2, 1970.

Appointed and Commissioned for City of St. Louis,
which adjoins County of St. Louis, Missouri.

CITY OF ST. LOUIS)

August 10, 1966

Then personally appeared the above-named R. A. Young, Chairman of the Board of AMERICAN ZINC COMPANY OF OKLAHOMA, and acknowledged the foregoing instrument to be his free act and deed in his said capacity and the free act and deed of said corporation.

Before me,

~~Notary~~ Public

My Commission expires February 2, 1970.

Appointed and Commissioned for City of St. Louis,
which adjoins County of St. Louis, Missouri.

-o0o-

CITY OF ST. LOUIS)

August 10, 1966

Then personally appeared the above-named R. A. Young, Chairman of the Board of AMERICAN ZINC OXIDE COMPANY, and acknowledged the foregoing instrument to be his free act and deed in his said capacity and the free act and deed of said corporation.

Before me,

~~Notary~~ Public

My Commission expires February 2, 1970.

Appointed and Commissioned for City of St. Louis,
which adjoins County of St. Louis, Missouri.

-o0o-

CITY OF ST. LOUIS)

August 10, 1966

Then personally appeared the above-named H. L. Young, Chairman of the Board of AMERICAN LIMESTONE COMPANY, and acknowledged the foregoing instrument to be his free act and deed in his said capacity and the free act and deed of said corporation.

Before me,

~~Notary~~ Public

My Commission expires February 2, 1970.

Appointed and Commissioned for City of St. Louis,
which adjoins County of St. Louis, Missouri.

CERTIFICATE

I, Kenneth Baird, hereby certify that I am Clerk of American Zinc Company of Tennessee, a corporation organized under the laws of the State of Maine, having its principal office at Portland, Maine.

I further certify that the foregoing Agreement of Consolidation and Merger was authorized by the unanimous vote of the directors of said corporation at a meeting duly called and held for said purpose, that said Agreement was signed by a duly authorized officer of said corporation and under the seal of said corporation and the signature of the officer so signing was duly acknowledged as provided by law.

I further certify that said Agreement of Consolidation and Merger was duly submitted to the stockholders of record of said corporation at a meeting called for the purpose of taking same into consideration, and that at said meeting all the issued stock of said corporation voted in favor of a proposal to consolidate said corporation and for the adoption of said Agreement, that the meeting of the stockholders of said corporation was duly called and held in the City of Portland, Maine, on November 1, 1966.

Dated at Portland, Maine, this 7th day of December, 1966.



Clerk

CERTIFICATE

I, Kenneth Baird, hereby certify that I am Clerk of American Zinc Company of Illinois, a corporation organized under the laws of the State of Maine, having its principal office at Portland, Maine.

I further certify that the foregoing Agreement of Consolidation and Merger was authorized by the unanimous vote of the directors of said corporation at a meeting duly called and held for said purpose, that said Agreement was signed by a duly authorized officer of said corporation and under the seal of said corporation and the signature of the officer so signing was duly acknowledged as provided by law.

I further certify that said Agreement of Consolidation and Merger was duly submitted to the stockholders of record of said corporation at a meeting called for the purpose of taking same into consideration, and that at said meeting all the issued stock of said corporation voted in favor of a proposal to consolidate said corporation and for the adoption of said Agreement, that the meeting of the stockholders of said corporation was duly called and held in the City of Portland, Maine, on November 1, 1966.

Dated at Portland, Maine, this 22nd day of December, 1966.


Clerk

CERTIFICATE

I, Kenneth Baird, hereby certify that I am Clerk of American Zinc Company of Oklahoma, a corporation organized under the laws of the State of Maine, having its principal office at Portland, Maine.

I further certify that the foregoing Agreement of Consolidation and Merger was authorized by the unanimous vote of the directors of said corporation at a meeting duly called and held for said purpose, that said Agreement was signed by a duly authorized officer of said corporation and under the seal of said corporation and the signature of the officer so signing was duly acknowledged as provided by law.

I further certify that said Agreement of Consolidation and Merger was duly submitted to the stockholders of record of said corporation at a meeting called for the purpose of taking same into consideration, and that at said meeting all the issued stock of said corporation voted in favor of a proposal to consolidate said corporation and for the adoption of said Agreement, that the meeting of the stockholders of said corporation was duly called and held in the City of Portland, Maine, on November 1, 1966.

Dated at Portland, Maine, this 22nd day of December, 1966.


Clerk

CERTIFICATE

I, Kenneth Baird, hereby certify that I am Clerk of American Zinc Oxide Company, a corporation organized under the laws of the State of Maine, having its principal office at Portland, Maine.

I further certify that the foregoing Agreement of Consolidation and Merger was authorized by the unanimous vote of the directors of said corporation at a meeting duly called and held for said purpose, that said Agreement was signed by a duly authorized officer of said corporation and under the seal of said corporation and the signature of the officer so signing was duly acknowledged as provided by law.

I further certify that said Agreement of Consolidation and Merger was duly submitted to the stockholders of record of said corporation at a meeting called for the purpose of taking same into consideration, and that at said meeting all the issued stock of said corporation voted in favor of a proposal to consolidate said corporation and for the adoption of said Agreement, that the meeting of the stockholders of said corporation was duly called and held in the City of Portland, Maine, on November 1, 1966.

Dated at Portland, Maine, this 22nd day of December, 1966.



Clerk

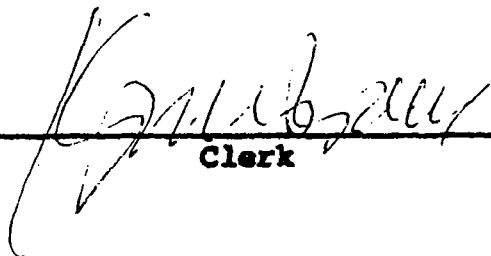
CERTIFICATE

I, Kenneth Baird, hereby certify that I am Clerk of American Limestone Company, a corporation organized under the laws of the State of Maine, having its principal office at Portland, Maine.

I further certify that the foregoing Agreement of Consolidation and Merger was authorized by the unanimous vote of the directors of said corporation at a meeting duly called and held for said purpose, that said Agreement was signed by a duly authorized officer of said corporation and under the seal of said corporation and the signature of the officer so signing was duly acknowledged as provided by law.

I further certify that said Agreement of Consolidation and Merger was duly submitted to the stockholders of record of said corporation at a meeting called for the purpose of taking same into consideration, and that at said meeting all the issued stock of said corporation voted in favor of a proposal to consolidate said corporation and for the adoption of said Agreement, that the meeting of the stockholders of said corporation was duly called and held in the City of Portland, Maine, on November 1, 1966.

Dated at Portland, Maine, this 22nd day of December, 1966.



Clerk

CERTIFICATE

I, Kenneth Baird, hereby certify that I am Clerk of American Zinc Company (formerly named American Zinc, Lead and Smelting Company), a corporation organized under the laws of the State of Maine having its principal office at Portland, Maine.

I further certify that the foregoing Agreement of Consolidation and Merger was duly authorized by the unanimous vote of the directors of said corporation at a meeting duly called and held for said purpose, that said Agreement was signed by a duly authorized officer of said corporation and under the seal of said corporation and the signature of the officer so signing was duly acknowledged as provided by law.

I further certify that said Agreement of Consolidation and Merger was duly submitted to the stockholders of said corporation at a meeting called for the purpose of taking the same into consideration, and that at said meeting the vote of stockholders representing more than a majority of the voting power were in favor of the proposal to consolidate said corporation and for the adoption of said Agreement, that the meeting of the stockholders of said corporation was duly called and held in accordance with the provisions of the By-Laws of said corporation in the City of St. Louis, Missouri on November 17, 1966.

Dated at Portland, Maine, this 20 day of December, 1966.


Clerk

December 2, 1966

RECORDED IN Vol. 23 PAGE 680-203

Subbiah Secretary of State
[Signature]

ALBANY, N.Y.
Received at New York City
Office of the State
Department
December 1900

OFFICE OF THE STATE DEPARTMENT

A TRUE COPY OF RECORD
Attest: Edward R. Thompson
REGISTRAR

AMERICAN ZINC, LEAD AND SMELTING COMPANY

Merger of AMERICAN LIMESTONE COMPANY,
AMERICAN ZINC OXIDE COMPANY, AMERICAN
ZINC COMPANY OF OKLAHOMA, AMERICAN
ZINC COMPANY OF ILLINOIS, AMERICAN ZINC
COMPANY OF TENNESSEE into above.

BOOK PAGE
RECORDED BY THE 10 NOV. 1966
REGISTERED OF DEEDS' COMMISSIONER CORRECTIONAL INMATE DEC 3 1966

Deputy Attorney General
George C. Meier

NAME OF THE STATE.

BEING THE STATE OF NEW YORK.

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BEING THE STATE OF NEW YORK.

Deputy Attorney General's Office

December 3, 1966

STATE OF NEW YORK

STATE OF MAINE
Office of Secretary of State
August 12, 1966
Received and filed on

ATTEST
Deputy Secretary of State
Recorded in Vol. 53 Page 489-502